

INTERNAL REVENUE SERVICE  
P. O. BOX 2508  
CINCINNATI, OH 45201

DEPARTMENT OF THE TREASURY

Date: MAR 26 2009

CITIZENS FOR THE REPUBLIC INC  
C/O CHRISTOPHER T CRAIG  
SPARKS & CRAIG LLP  
6862 ELM ST STE 360  
MCLEAN, VA 22101-0000

Employer Identification Number:  
32-0234718  
DLN:  
17053075016009  
Contact Person:  
RONALD D BELL ID# 31185  
Contact Telephone Number:  
(877) 829-5500  
Accounting Period Ending:  
December 31  
Form 990 Required:  
Yes  
Effective Date of Exemption:  
December 19, 2007  
Contribution Deductibility:  
No

Dear Applicant:

We are pleased to inform you that upon review of your application for tax-exempt status we have determined that you are exempt from Federal income tax under section 501(c)(4) of the Internal Revenue Code. Because this letter could help resolve any questions regarding your exempt status, you should keep it in your permanent records.

Please see enclosed Information for Organizations Exempt Under Sections Other Than 501(c)(3) for some helpful information about your responsibilities as an exempt organization.

Contributions to you are not deductible by donors under section 170(c)(2) of the Code.

We have sent a copy of this letter to your representative as indicated in your power of attorney.

Sincerely,



Robert Choi  
Director, Exempt Organizations  
Rulings and Agreements

Enclosure: Information for Organizations Exempt Under Sections Other Than 501(c)(3)

Letter 948 (DO/CG)

CITIZENS FOR THE REPUBLIC INC

INFORMATION FOR ORGANIZATIONS EXEMPT UNDER SECTIONS  
OTHER THAN 501(C)(3)

WHERE TO GET FORMS AND HELP

You can obtain forms and instructions by calling toll free 1-800-829-3676, through the IRS Web site at [www.irs.gov](http://www.irs.gov), and at local tax assistance centers.

You can obtain additional information about most topics discussed below through our customer service function by calling toll free 1-877-829-5500, or on our Web Site at [www.irs.gov/eo](http://www.irs.gov/eo). In addition, you should sign up for Exempt Organization's EO Update, a regular e-mail newsletter that highlights new information posted on the charities pages of [irs.gov](http://irs.gov). To subscribe, go to [www.irs.gov/eo](http://www.irs.gov/eo) and click on "EO Newsletter."

REPORTING CHANGES TO THE IRS

You must report changes in your name, address, purposes, operations or sources of financial support on your annual information return. You may also report these changes to the TE/GE Exempt Organizations Determinations Office at the following address: Internal Revenue Service, P.O. Box 2508, Cincinnati, OH 45201. However, such reporting does not relieve you of the obligation to report the changes on your annual return.

TIP: Attach copies of any state certified articles of incorporation, or if an association signed constitution, bylaws, or other organizational document showing the changes. Trusts should provide trust instruments. If state certified copies or signed governing documents are not available, an authorized officer may certify that the governing document provided is a complete and accurate copy of the original document.

Please use your employer identification number on all returns and in all correspondence with the Internal Revenue Service.

FILING REQUIREMENTS

In your exemption letter, we indicated whether you must file Form 990, Return of Organization Exempt From Income Tax. If your exemption letter states that you are not required to file Form 990, you are exempt from these requirements. Otherwise, if your gross receipts are normally more than \$25,000, you must file Form 990 or Form 990-EZ with the Ogden Submission Processing Center, Ogden, UT, 84201-0027.

You are eligible to file Form 990-EZ if your gross receipts are normally between \$25,000 and \$100,000, and your total assets are less than \$250,000. You must file the complete Form 990 if your gross receipts are over \$100,000, or your total assets are over \$250,000. The Form 990 instructions show how to compute your "normal" receipts.



CITIZENS FOR THE REPUBLIC INC

Organizations With Gross Receipts of \$25,000 or Less

For tax periods beginning after December 31, 2006, you must file an annual electronic Form 990-N ("e-Postcard") if your gross receipts are normally \$25,000 or less. Alternatively, you may file a complete Form 990 Package if we send one to you. For information on filing the new electronic Form 990-N ("e-Postcard"), visit our Web site at [www.irs.gov/eo](http://www.irs.gov/eo).

Due Date of Return or Annual Electronic Notice

Your return or annual electronic notice is due by the 15th day of the fifth month after the end of your annual accounting period. There are penalties for failing to file a complete return timely. For additional information on penalties, see the Form 990 instructions or call our toll free number.

Revocation of Tax-Exempt Status

For tax periods beginning after December 31, 2006, your tax-exempt status will be revoked as of the filing due date for the third year if you fail to file for three consecutive years Form 990, Form 990-EZ, or the electronic Form 990-N.

If your tax-exempt status is revoked because you failed to file, you must reapply for exemption and pay the appropriate user fee.

UNRELATED BUSINESS INCOME TAX RETURN

If you receive more than \$1,000 annually in gross receipts from a regular trade or business, you may be subject to Unrelated Business Income Tax and required to file Form 990-T, Exempt Organization Business Income Tax Return. Special rules for organizations exempt under sections 501(c)(7), (9), (17) and (19) are described in Publication 598, Tax on Unrelated Business Income of Exempt Organizations.

There are several exceptions to the tax on unrelated business income:

1. Income you receive from the performance of your exempt activity,
2. Income from fundraisers conducted by volunteer workers, or where donated merchandise is sold, and
3. Income from routine investments such as certificates of deposits, savings accounts, or stock dividends.

There are special rules for income derived from real estate or other investments purchased with borrowed funds. This income is called "debt financed" income. For additional information regarding unrelated business income tax, see Publication 598, Tax on Unrelated Business Income of Exempt Organizations, or call our toll free number shown above.

PUBLIC INSPECTION OF APPLICATION AND INFORMATION RETURN

Letter 948 (DO/CG)

CITIZENS FOR THE REPUBLIC INC

You are required to make your annual information return, Form 990 or Form 990-EZ, available for public inspection for three years after the later of the due date of the return, or the date the return is filed. You are also required to make available for public inspection your exemption application, any supporting documents, and your exemption letter. You must also provide copies of these documents to any individual, upon written or in person request, without charge other than reasonable fees for copying and postage.

You may fulfill this requirement by placing these documents on the Internet. Penalties may be imposed for failure to comply with these requirements. Additional information is available in Publication 557, Tax-Exempt Status for Your Organization, or call our toll free number shown above.

EXCESS BENEFIT TRANSACTIONS  
(Applies to 501(c)(4) organizations)

Excess benefit transactions are governed by section 4958 of the Code. Excess benefit transactions involve situations where a section 501(c)(4) organization provides an unreasonable benefit to a person who is in a position to exercise substantial influence over the organization's affairs. If you believe there may be an excess benefit transaction in which you are involved, you should report the transaction on Form 990 or Form 990-EZ. For information on how to correct and report this transaction, see the instructions for Form 990 and Form 990-EZ, or call our toll free number shown above.

EMPLOYMENT TAXES

If you have employees, you are subject to income tax withholding and the social security taxes imposed under the Federal Insurance Contribution Act (FICA). You are required to withhold Federal income tax from your employee's wages and you are required to pay FICA on each employee who is paid more than \$100 in wages during a calendar year. To know how much income tax to withhold, you should have a Form W-4, Employee's Withholding Allowance Certificate, on file for each employee.

You are also liable for tax under the Federal Unemployment Tax (FUTA) for each employee you pay \$50 or more during a calendar quarter if, during the current or preceding calendar year, you had one or more employees at any time in each of 20 calendar weeks or you paid wages of \$1,500 or more in any calendar quarter.

Employment taxes are reported on Form 941, Employer's Quarterly Federal Tax Return. The requirements for withholding, depositing, reporting and paying employment taxes are explained in Circular E, Employer's Tax Guide, (Publication 15), and Employer's Supplemental Tax Guide, (Publication 15-A). These publications explain your tax responsibilities as an employer.

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P. O. BOX 2508  
CINCINNATI, OH 45201

DEPARTMENT OF THE TREASURY

Date: MAR 26 2009

CITIZENS FOR THE REPUBLIC INC  
122 S PATRICK ST  
ALEXANDRIA, VA 22314

Employer Identification Number:  
32-0234718  
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17053075016009  
Contact Person:  
RONALD D BELL ID# 31185  
Contact Telephone Number:  
(877) 829-5500  
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Letter 948 (DO/CG)

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**Power of Attorney  
and Declaration of Representative**

► Type or print. ► See the separate instructions.

OMB No. 1545-0150

For IRS Use Only

Received by:

Name \_\_\_\_\_

Telephone \_\_\_\_\_

Function \_\_\_\_\_

Date / /

**Part I Power of Attorney**

Caution: Form 2848 will not be honored for any purpose other than representation before the IRS.

1 Taxpayer Information. Taxpayer(s) must sign and date this form on page 2, line 9.

Taxpayer name(s) and address  Citizens for the Republic, Inc. 122 South Patrick Street Alexandria, Virginia 22314	Social security number(s) _____ _____ _____	Employer identification number  32-0234718
	Daytime telephone number ( 703 ) 739-5920	Plan number (if applicable)

hereby appoint(s) the following representative(s) as attorney(s)-in-fact:

2 Representative(s) must sign and date this form on page 2, Part II.

Name and address  Christopher T. Craig, Sparks & Craig, LLP 6862 Elm St., Suite 360, McLean, VA 22101	CAF No. 2605-80073R Telephone No. 703-848-4700 Fax No. 703-893-7371 Check if new: Address <input type="checkbox"/> Telephone No. <input type="checkbox"/> Fax No. <input type="checkbox"/>
Name and address	CAF No. _____ Telephone No. _____ Fax No. _____ Check if new: Address <input type="checkbox"/> Telephone No. <input type="checkbox"/> Fax No. <input type="checkbox"/>
Name and address	CAF No. _____ Telephone No. _____ Fax No. _____ Check if new: Address <input type="checkbox"/> Telephone No. <input type="checkbox"/> Fax No. <input type="checkbox"/>

to represent the taxpayer(s) before the Internal Revenue Service for the following tax matters:

3 Tax matters Type of Tax (Income, Employment, Excise, etc.) or Civil Penalty (see the instructions for line 3)	Tax Form Number (1040, 941, 720, etc.)	Year(s) or Period(s) (see the instructions for line 3)
Informational Returns, Tax Exempt Status	1023, 990	2007-forward

4 Specific use not recorded on Centralized Authorization File (CAF). If the power of attorney is for a specific use not recorded on CAF, check this box. See the instructions for Line 4. Specific uses not recorded on CAF. ☐

5 Acts authorized. The representatives are authorized to receive and inspect confidential tax information and to perform any and all acts that I (we) can perform with respect to the tax matters described on line 3, for example, the authority to sign any agreements, consents, or other documents. The authority does not include the power to receive refund checks (see line 6 below), the power to substitute another representative, the power to sign certain returns, or the power to execute a request for disclosure of tax returns or return information to a third party. See the line 5 instructions for more information.

Exceptions. An unenrolled return preparer cannot sign any document for a taxpayer and may only represent taxpayers in limited situations. See Unenrolled Return Preparer on page 2 of the instructions. An enrolled actuary may only represent taxpayers to the extent provided in section 10.3(d) of Circular 230. See the line 5 instructions for restrictions on tax matters partners.

List any specific additions or deletions to the acts otherwise authorized in this power of attorney: \_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_


6 Receipt of refund checks. If you want to authorize a representative named on line 2 to receive, BUT NOT TO ENDORSE OR CASH, refund checks, initial here \_\_\_\_\_ and list the name of that representative below.

Name of representative to receive refund check(s) ► \_\_\_\_\_



- 7 Notices and communications.** Original notices and other written communications will be sent to you and a copy to the first representative listed on line 2.
- a** If you also want the second representative listed to receive a copy of notices and communications, check this box ☐
- b** If you do not want any notices or communications sent to your representative(s), check this box ☐
- 8 Retention/revocation of prior power(s) of attorney.** The filing of this power of attorney automatically revokes all earlier power(s) of attorney on file with the Internal Revenue Service for the same tax matters and years or periods covered by this document. If you do not want to revoke a prior power of attorney, check here. ☐
- YOU MUST ATTACH A COPY OF ANY POWER OF ATTORNEY YOU WANT TO REMAIN IN EFFECT.**
- 9 Signature of taxpayer(s).** If a tax matter concerns a joint return, both husband and wife must sign if joint representation is requested, otherwise, see the Instructions. If signed by a corporate officer, partner, guardian, tax matters partner, executor, receiver, administrator, or trustee on behalf of the taxpayer, I certify that I have the authority to execute this form on behalf of the taxpayer.

► IF NOT SIGNED AND DATED, THIS POWER OF ATTORNEY WILL BE RETURNED.

		<u>3/6/09</u>	<u>PRESIDENT</u>
Signature		Date	Title (if applicable)
<u>CRAIGAN P. SHIRLEY</u>	<input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/>	<u>CITIZENS FOR THE REPUBLIC, INC.</u>	
Print Name	PIN Number	Print name of taxpayer from line 1 if other than individual	
Signature		Date	Title (if applicable)
<u></u>	<input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/>	<u></u>	
Print Name	PIN Number		

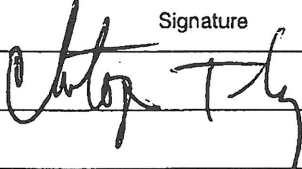
## Part II Declaration of Representative

**Caution:** Students with a special order to represent taxpayers in Qualified Low Income Taxpayer Clinics or the Student Tax Clinic Program, see the instructions for Part II.

Under penalties of perjury, I declare that:

- I am not currently under suspension or disbarment from practice before the Internal Revenue Service;
- I am aware of regulations contained in Treasury Department Circular No. 230 (31 CFR, Part 10), as amended, concerning the practice of attorneys, certified public accountants, enrolled agents, enrolled actuaries, and others;
- I am authorized to represent the taxpayer(s) identified in Part I for the tax matter(s) specified there; and
- I am one of the following:
  - a Attorney—a member in good standing of the bar of the highest court of the jurisdiction shown below.
  - b Certified Public Accountant—duly qualified to practice as a certified public accountant in the jurisdiction shown below.
  - c Enrolled Agent—enrolled as an agent under the requirements of Treasury Department Circular No. 230.
  - d Officer—a bona fide officer of the taxpayer's organization.
  - e Full-Time Employee—a full-time employee of the taxpayer.
  - f Family Member—a member of the taxpayer's immediate family (i.e., spouse, parent, child, brother, or sister).
  - g Enrolled Actuary—enrolled as an actuary by the Joint Board for the Enrollment of Actuaries under 29 U.S.C. 1242 (the authority to practice before the Service is limited by section 10.3(d) of Treasury Department Circular No. 230).
  - h Unenrolled Return Preparer—the authority to practice before the Internal Revenue Service is limited by Treasury Department Circular No. 230, section 10.7(c)(1)(viii). You must have prepared the return in question and the return must be under examination by the IRS. See Unenrolled Return Preparer on page 2 of the Instructions.

► IF THIS DECLARATION OF REPRESENTATIVE IS NOT SIGNED AND DATED, THE POWER OF ATTORNEY WILL BE RETURNED. See the Part II instructions.

Designation—Insert above letter (a–h)	Jurisdiction (state) or identification	Signature	Date
a	VA, DC		<u>3/6/09</u> X



17053075016009

Form **1024**  
(Rev. September 1998)  
Department of the Treasury  
Internal Revenue Service

# Application for Recognition of Exemption Under Section 501(a)

OMB No. 1545-0057

If exempt status is approved,  
this application will be open  
for public inspection.

Read the instructions for each Part carefully. **A User Fee must be attached to this application.**

If the required information and appropriate documents are not submitted along with Form 8718 (with payment of the appropriate user fee), the application may be returned to the organization.

**Complete the Procedural Checklist on page 6 of the instructions.**

## Part I. Identification of Applicant (Must be completed by all applicants; also complete appropriate schedule.)

Submit only the schedule that applies to your organization. Do not submit blank schedules.

Check the appropriate box below to indicate the section under which the organization is applying:

- a ☐ Section 501(c)(2)—Title holding corporations (Schedule A, page 7)
- b ☒ Section 501(c)(4)—Civic leagues, social welfare organizations (including certain war veterans' organizations), or local associations of employees (Schedule B, page 8)
- c ☐ Section 501(c)(5)—Labor, agricultural, or horticultural organizations (Schedule C, page 9)
- d ☐ Section 501(c)(6)—Business leagues, chambers of commerce, etc. (Schedule C, page 9)
- e ☐ Section 501(c)(7)—Social clubs (Schedule D, page 11)
- f ☐ Section 501(c)(8)—Fraternal beneficiary societies, etc., providing life, sick, accident, or other benefits to members (Schedule E, page 13)
- g ☐ Section 501(c)(9)—Voluntary employees' beneficiary associations (Parts I through IV and Schedule F, page 14)
- h ☐ Section 501(c)(10)—Domestic fraternal societies, orders, etc., not providing life, sick, accident, or other benefits (Schedule E, page 13)
- i ☐ Section 501(c)(12)—Benevolent life insurance associations, mutual ditch or irrigation companies, mutual or cooperative telephone companies, or like organizations (Schedule G, page 15)
- j ☐ Section 501(c)(13)—Cemeteries, crematoria, and like corporations (Schedule H, page 16)
- k ☐ Section 501(c)(15)—Mutual insurance companies or associations, other than life or marine (Schedule I, page 17)
- l ☐ Section 501(c)(17)—Trusts providing for the payment of supplemental unemployment compensation benefits (Parts I through IV and Schedule J, page 18)
- m ☐ Section 501(c)(19)—A post, organization, auxiliary unit, etc., of past or present members of the Armed Forces of the United States (Schedule K, page 19)
- n ☐ Section 501(c)(25)—Title holding corporations or trusts (Schedule A, page 7)

1a Full name of organization (as shown in organizing document)  <b>CITIZENS FOR THE REPUBLIC, INC.</b>		2 Employer identification number (EIN) (if none, see <b>Specific Instructions</b> on page 2)  <b>32 : 0234718</b>
1b c/o Name (if applicable)		3 Name and telephone number of person to be contacted if additional information is needed  <b>Christopher T. Craig</b>  <b>( 703 ) 848-4700</b>
1c Address (number and street) <b>122 South Patrick Street</b>	Room/Suite	
1d City, town or post office, state, and ZIP + 4 If you have a foreign address, see <b>Specific Instructions</b> for Part I, page 2. <b>Alexandria, Virginia 22314</b>		
1e Web site address	4 Month the annual accounting period ends <b>December</b>	5 Date incorporated or formed <b>December 19, 2007</b>
6 Did the organization previously apply for recognition of exemption under this Code section or under any other section of the Code? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," attach an explanation.		
7 Has the organization filed Federal income tax returns or exempt organization information returns? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," state the form numbers, years filed, and Internal Revenue office where filed.		

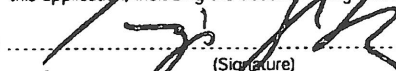
## 8 Check the box for the type of organization. ATTACH A CONFORMED COPY OF THE CORRESPONDING ORGANIZING DOCUMENTS TO THE APPLICATION BEFORE MAILING.

- a ☒ Corporation— Attach a copy of the Articles of Incorporation (including amendments and restatements) showing approval by the appropriate state official; also attach a copy of the bylaws. **See Attachment No. 1**
- b ☐ Trust— Attach a copy of the Trust Indenture or Agreement, including all appropriate signatures and dates.
- c ☐ Association— Attach a copy of the Articles of Association, Constitution, or other creating document, with a declaration (see instructions) or other evidence that the organization was formed by adoption of the document by more than one person. Also include a copy of the bylaws.

If this is a corporation or an unincorporated association that has not yet adopted bylaws, check here ☐

I declare under the penalties of perjury that I am authorized to sign this application on behalf of the above organization, and that I have examined this application, including the accompanying schedules and attachments, and to the best of my knowledge it is true, correct, and complete.

PLEASE  
SIGN  
HERE

  
(Signature)

**Craigan P. Shirley, President**

(Type or print name and title of authorized officer)

POSTMARK

RECEIVED  
(Date)

For Paperwork Reduction Act Notice, see page 5 of the instructions.

17162009075001

Cat. No. 12343K

06  
MAR 27 '09

MAR 13 '09

CINCINNATI  
SERVICE CENTER

**Part II. Activities and Operational Information (Must be completed by all applicants)**

- 1 Provide a detailed narrative description of all the activities of the organization—past, present, and planned. Do not merely refer to or repeat the language in the organizational document. List each activity separately in the order of importance based on the relative time and other resources devoted to the activity. Indicate the percentage of time for each activity. Each description should include, as a minimum, the following: (a) a detailed description of the activity including its purpose and how each activity furthers your exempt purpose; (b) when the activity was or will be initiated; and (c) where and by whom the activity will be conducted.

**See Attachment No. 2.**

- 2 List the organization's present and future sources of financial support, beginning with the largest source first.

**The Corporation, which has not begun active solicitation at the time of this Application, expects that its largest sources of financial support will consist of individual contributions. Contributions will be solicited from the general public through a variety of fund raising techniques, such as direct response mail, pursuant to applicable federal, state and local the statutes, rules and regulations. No solicitations have been drafted to date.**

**Part II. Activities and Operational Information (continued)**

**3** Give the following information about the organization's governing body:

a Names, addresses, and titles of officers, directors, trustees, etc.	b Annual compensation
Craig Shirley, Director/President/Secretary 122 South Patrick Street, Alexandria, VA 22314	0
Kevin McVicker, Director, 122 South Patrick Street, Alexandria, VA 22314	0
Kevin Kubalek, 122 South Patrick Street, Alexandria, VA 22314	0

- 4** If the organization is the outgrowth or continuation of any form of predecessor, state the name of each predecessor, the period during which it was in existence, and the reasons for its termination. Submit copies of all papers by which any transfer of assets was effected.  
**The organization is not an outgrowth or continuation of any form of predecessor.**

- 5** If the applicant organization is now, or plans to be, connected in any way with any other organization, describe the other organization and explain the relationship (e.g., financial support on a continuing basis; shared facilities or employees; same officers, directors, or trustees).  
**The organization is not now, and it does not plan to be, connected in any way with any other organization.**

- 6** If the organization has capital stock issued and outstanding, state: (1) class or classes of the stock; (2) number and par value of the shares; (3) consideration for which they were issued; and (4) if any dividends have been paid or whether your organization's creating instrument authorizes dividend payments on any class of capital stock.  
**The organization is a non-stock corporation.**

- 7** State the qualifications necessary for membership in the organization; the classes of membership (with the number of members in each class); and the voting rights and privileges received. If any group or class of persons is required to join, describe the requirement and explain the relationship between those members and members who join voluntarily. Submit copies of any membership solicitation material. Attach sample copies of all types of membership certificates issued.  
**The organization has no members.**

- 8** Explain how your organization's assets will be distributed on dissolution.  
**Upon dissolution of the Corporation, the assets of the Corporation shall be distributed according to paragraph FOURTH of the Articles of Incorporation; to wit: in accordance with the Laws of the Commonwealth of Virginia, exclusively to educational, charitable or social welfare organizations which would then qualify under the provisions of Section 501(c)(3) or 501(c)(4), or successor sections of the Internal Revenue Code and the regulations promulgated thereunder as they now exist or as they may hereafter be amended.**

**Part II. Activities and Operational Information (continued)**

- 9 Has the organization made or does it plan to make any distribution of its property or surplus funds to shareholders or members? ☐ Yes ☒ No  
If "Yes," state the full details, including: (1) amounts or value; (2) source of funds or property distributed or to be distributed; and (3) basis of, and authority for, distribution or planned distribution.
- 10 Does, or will, any part of your organization's receipts represent payments for services performed or to be performed? ☐ Yes ☒ No  
If "Yes," state in detail the amount received and the character of the services performed or to be performed.
- 11 Has the organization made, or does it plan to make, any payments to members or shareholders for services performed or to be performed? ☐ Yes ☒ No  
If "Yes," state in detail the amount paid, the character of the services, and to whom the payments have been, or will be, made.
- 12 Does the organization have any arrangement to provide insurance for members, their dependents, or others (including provisions for the payment of sick or death benefits, pensions, or annuities)? ☐ Yes ☒ No  
If "Yes," describe and explain the arrangement's eligibility rules and attach a sample copy of each plan document and each type of policy issued.
- 13 Is the organization under the supervisory jurisdiction of any public regulatory body, such as a social welfare agency, etc.? ☐ Yes ☒ No  
If "Yes," submit copies of all administrative opinions or court decisions regarding this supervision, as well as copies of applications or requests for the opinions or decisions.
- 14 Does the organization now lease or does it plan to lease any property? ☒ Yes ☐ No  
If "Yes," explain in detail. Include the amount of rent, a description of the property, and any relationship between the applicant organization and the other party. Also, attach a copy of any rental or lease agreement. (If the organization is a party, as a lessor, to multiple leases of rental real property under similar lease agreements, please attach a single representative copy of the leases.)  
**The organization plans to lease necessary commercial office space in the future. No space has been identified to date, but the organization will pay no more rent than is reasonable and competitive in the commercial market place.**
- 15 Has the organization spent or does it plan to spend any money attempting to influence the selection, nomination, election, or appointment of any person to any Federal, state, or local public office or to an office in a political organization? ☐ Yes ☒ No  
If "Yes," explain in detail and list the amounts spent or to be spent in each case.
- 16 Does the organization publish pamphlets, brochures, newsletters, journals, or similar printed material? ☐ Yes ☒ No  
If "Yes," attach a recent copy of each.  

See Attachment No. 2. No printed material has been published or printed to date.

**Part III. Financial Data** (Must be completed by all applicants)

Complete the financial statements for the current year and for each of the 3 years immediately before it. If in existence less than 4 years, complete the statements for each year in existence. If in existence less than 1 year, also provide proposed budgets for the 2 years following the current year.

**A. Statement of Revenue and Expenses**

Revenue	(a) Current Tax Year	3 Prior Tax Years or Proposed Budget for Next 2 Years			(e) Total
	From 8/15/07 To 9/30/07	(b) 9/30/2008	(c) 9/30/2009	(d) 9/30/2010	
1 Gross dues and assessments of members . . . . .					
2 Gross contributions, gifts, etc. . . . .	735,000	882,000	1,058,400	1,270,080	
3 Gross amounts derived from activities related to the organization's exempt purpose (attach schedule) (Include related cost of sales on line 9.)					
4 Gross amounts from unrelated business activities (attach schedule)					
5 Gain from sale of assets, excluding inventory items (attach schedule) . . . . .					
6 Investment income (see page 3 of the instructions)	350	6,400	7,680	9,216	
7 Other revenue (attach schedule) . . . . .					
8 Total revenue (add lines 1 through 7) . . . . .	735,350	888,400	1,066,080	1,279,296	
<b>Expenses</b>					
9 Expenses attributable to activities related to the organization's exempt purposes. . . . .	4,000	588,095	713,996	836,795	
10 Expenses attributable to unrelated business activities					
11 Contributions, gifts, grants, and similar amounts paid (attach schedule) . . . . .					
12 Disbursements to or for the benefit of members (attach schedule)					
13 Compensation of officers, directors, and trustees (attach schedule)	-0-	-0-	-0-	-0-	
14 Other salaries and wages. . . . .		200,000	240,000	288,000	
15 Interest . . . . .					
16 Occupancy . . . . .		72,000	86,400	103,680	
17 Depreciation and depletion . . . . .					
18 Other expenses (attach schedule) . . . . .	5,085	45,070	40,684	48,820	
19 Total expenses (add lines 9 through 18) . . . . .	9,085	905,165	1,081,080	1,277,296	
20 Excess of revenue over expenses (line 8 minus line 19) . . . . .	(9,085)	(16,765)	(15,000)	2,000	

**B. Balance Sheet (at the end of the period shown)**

Assets		Current Tax Year as of 1/1/08
1 Cash . . . . .	1	
2 Accounts receivable, net . . . . .	2	
3 Inventories . . . . .	3	
4 Bonds and notes receivable (attach schedule) . . . . .	4	
5 Corporate stocks (attach schedule) . . . . .	5	
6 Mortgage loans (attach schedule) . . . . .	6	
7 Other investments (attach schedule) . . . . .	7	
8 Depreciable and depletable assets (attach schedule) . . . . .	8	
9 Land . . . . .	9	
10 Other assets (attach schedule) . . . . .	10	
11 Total assets . . . . .	11	-0-
Liabilities		
12 Accounts payable . . . . .	12	
13 Contributions, gifts, grants, etc., payable . . . . .	13	
14 Mortgages and notes payable (attach schedule) . . . . .	14	
15 Other liabilities (attach schedule) . . . . .	15	
16 Total liabilities. . . . .	16	-0-
Fund Balances or Net Assets		
17 Total fund balances or net assets . . . . .	17	-0-
18 Total liabilities and fund balances or net assets (add line 16 and line 17) . . . . .	18	-0-

If there has been any substantial change in any aspect of the organization's financial activities since the end of the period shown above, check the box and attach a detailed explanation. ☐

The next page is page 8.

**Part IV. Notice Requirements (Sections 501(c)(9) and 501(c)(17) Organizations Only)**

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**1** Section 501(c)(9) and 501(c)(17) organizations:

Are you filing Form 1024 within 15 months from the end of the month in which the organization was created or formed as required by section 505(c)?

☒ Yes ☐ No

If "Yes," skip the rest of this Part.

If "No," answer question 2.

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**2** If you answer "No" to question 1, are you filing Form 1024 within 27 months from the end of the month in which the organization was created or formed?

☐ Yes ☐ No

If "Yes," your organization qualifies under Regulation section 301.9100-2 for an automatic 12-month extension of the 15-month filing requirement. Do not answer questions 3 and 4.

If "No," answer question 3.

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**3** If you answer "No" to question 2, does the organization wish to request an extension of time to apply under the "reasonable action and good faith" and the "no prejudice to the interest of the government" requirements of Regulations section 301.9100-3?

☐ Yes ☐ No

If "Yes," give the reasons for not filing this application within the 27-month period described in question 2. See Specific Instructions, Part IV, Line 3, page 4, before completing this item. Do not answer question 4.

If "No," answer question 4.

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**4** If you answer "No" to question 3, your organization's qualification as a section 501(c)(9) or 501(c)(17) organization can be recognized only from the date this application is filed. Therefore, does the organization want us to consider its application as a request for recognition of exemption as a section 501(c)(9) or 501(c)(17) organization from the date the application is received and not retroactively to the date the organization was created or formed?

☐ Yes ☐ No

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**Schedule B Organizations Described in Section 501(c)(4) (Civic leagues, social welfare organizations (including posts, councils, etc., of veterans' organizations not qualifying or applying for exemption under section 501(c)(19)) or local associations of employees.)**

- 1** Has the Internal Revenue Service previously issued a ruling or determination letter recognizing the applicant organization (or any predecessor organization listed in question 4, Part II of the application) to be exempt under section 501(c)(3) and later revoked that recognition of exemption on the basis that the applicant organization (or its predecessor) was carrying on propaganda or otherwise attempting to influence legislation or on the basis that it engaged in political activity? ☐ Yes ☒ No

If "Yes," indicate the earliest tax year for which recognition of exemption under section 501(c)(3) was revoked and the IRS district office that issued the revocation.

- 2** Does the organization perform or plan to perform (for members, shareholders, or others) services, such as maintaining the common areas of a condominium; buying food or other items on a cooperative basis; or providing recreational facilities or transportation services, job placement, or other similar undertakings? ☐ Yes ☒ No

If "Yes," explain the activities in detail, including income realized and expenses incurred. Also, explain in detail the nature of the benefits to the general public from these activities. (If the answer to this question is explained in Part II of the application (pages 2, 3, and 4), enter the page and item number here.)

- 3** If the organization is claiming exemption as a homeowners' association, is access to any property or facilities it owns or maintains restricted in any way? ☐ Yes ☐ No

If "Yes," explain.

N/A

- 4** If the organization is claiming exemption as a local association of employees, state the name and address of each employer whose employees are eligible for membership in the association. If employees of more than one plant or office of the same employer are eligible for membership, give the address of each plant or office.

N/A

**Attachment Two**  
to  
Application for Recognition of Exemption (Form 1024)  
of  
**CITIZENS FOR THE REPUBLIC, INC.**  
122 South Patrick Street  
Alexandria, Virginia 22314  
(Employer Identification Number: 32-0234718)

**Part II, Item 1 - Activities and Operational Information**

The following is a statement providing information on the establishment of Citizens for the Republic, Inc. (hereinafter sometimes referred to as "the Corporation") and on the Corporation's purposes, activities to date and proposed activities. Because the Corporation is a new organization and its operation level shall depend on the availability of funds, the following description of planned activities are those for which the Corporation was established and proposes to carry out. We further include legal authorities, where useful, which support the Corporation's Application for Recognition of Exemption (Form 1024) as an organization qualifying under Section 501(c)(4) of the Internal Revenue Code and the Regulations promulgated there under.

**I. Introduction**

Will President Ronald Wilson Reagan and the Reagan Revolution - the generation that built the strongest economy in the world and tore down walls erected by tyrants and dictators - be remembered for its accomplishments? Believing that President Reagan and his principles about government, public policy and world politics offer guidance and a better future for the



citizens of the United States, Citizens for the Republic, Inc. will research and prepare information, data, statistics, and analysis - to be distributed to the public - recounting the Reagan agenda and educating the American public on how that agenda and President Reagan's principles effect public policy issues of today. Citizens for the Republic, Inc. will compile research, and produce and publish informative materials about such topics and it will educate the public on the means and methods by which that philosophy can influence government decision-making in America, and world-wide.

Citizens for the Republic, Inc. is a newly-formed corporation, duly organized and existing under and by virtue of the Nonstock Corporation Act of the Commonwealth of Virginia. The specific and primary objects and purposes of the Corporation, which is not formed for pecuniary profit or financial gain, shall be to receive, administer and expend funds for educational purposes and for the purpose of promoting social welfare within the meaning of Section 501(c)(4) of the Internal Revenue Code of 1986 or the corresponding provisions of any future United States Internal Revenue laws. Specifically, to educate the general public about issues of interest to American citizens concerning the vision of President Ronald W. Reagan concerning the United States Government social and domestic policy, in particular, international affairs, unfunded liabilities in Social Security, Medicare, and other government retirement trust funds, and the long term viability of such trust funds and programs, and to

provide political and policy options consistent with the President Reagan's vision in these and related matters.

No part of the net earnings of the Corporation shall inure to the benefit of any director or officer of the Corporation, or any private individual (except that reasonable compensation may be paid for services rendered to or for the Corporation in furtherance of one or more of its purposes). The Corporation shall not participate in, nor intervene in (including the publication or distribution of statements) any political campaign on behalf of, or in opposition to, any candidate for public office.

Upon dissolution of the Corporation or the winding up of its affairs, the assets of the Corporation shall be distributed exclusively to charitable, educational, or civic organizations which then qualify as organizations described in Sections 501(c)(3) or 501(c)(4) of the Internal Revenue Code.

## **II. Activities**

Citizens for the Republic, Inc. is an educational, civic and social welfare organization which has as its goal to educate the general public about issues of interest to American citizens concerning the vision and agenda of President Ronald W. Reagan, as that vision and agenda concerns the United States Government social, domestic and international policy, in particular, stopping the advance of tyrannical dictators and dictatorial regimes, domestic unfunded liabilities in Social Security, Medicare, and other government retirement trust funds, and the long term viability of such trust funds, the federal tax code and limited

government in general. The Corporation intends to achieve its goal by (1) educating the American public and local, state and federal officials about these issues; (2) collecting, monitoring, and serving as a clearing house for information and data about such issues; (3) researching, analyzing and educating the public about legislation and other public policy that has a direct impact on American citizens; and (4) promoting the passage or defeat of legislation related to such issues.

As of the date of this Application, the members of the Board of Directors of Citizens for the Republic, Inc. have been concentrating their time and attention on organizational matters and in planning for the future. Following the incorporation of the Corporation and first public introduction of the Corporation in February, 2008, the officers of the Corporation are planning a grass roots fundraising effort. It is anticipated that once approved as a tax-exempt organization, the Corporation will begin raising money through an internet web site and direct mailings. Citizens for the Republic, Inc. anticipates that its average donation will be approximately \$100.00. Craigan Shirley, the Corporation's President, has loaned the corporation funds to cover its start-up administrative costs.

It is anticipated that the primary vehicles to be used in communicating the Corporation's educational material will be through direct mail, television, radio, and the print media. The material, as well as any particular issues to be addressed by the Corporation, will be identified by the Board of Directors. Thereupon, the officers of the Corporation will be responsible for

obtaining from experts in the disciplines or issues to be addressed the requisite research and supporting material; and for the development and production of the educational material and public service messages to be broadcast or published by the Corporation. The officers of the Corporation will select any consultants whose assistance may be required in formulating and articulating the Corporation's messages. Those consultants will be selected based on (a) the need for their assistance in furthering the exempt function activities of the Corporation, (b) their demonstrated record of expertise and experience in their discipline, and (c) the reasonableness of their fees within the community of consultants having comparable skills and abilities. The officers of the Corporation will be responsible for the coordination of these programmatic activities.

Once funding is secured and the issues and messages are refined, the Corporation plans to conduct a scientific survey or poll to prioritize the issues described above from a sample drawn from the American public. The Corporation will disseminate its survey through its internet web site and through print media. Following the survey, the Corporation will conduct research projects on key issues to establish the most economical long term solutions to the prioritized public policy challenges. The Corporation will publish and disseminate the results of its research through electronic and print media to encourage the American public to consider long term consequences and solutions to policy decisions. As funding becomes available, the Corporation will develop a quarterly report to disseminate its information to

the public, educational institutions, media representatives, and public policy leaders.

As resources and momentum build, the Corporation plans to lease approximately 1,500-2,000 square feet of commercial office space in the metropolitan District of Columbia area to serve as a clearing house for legal, statistical, educational and regulatory information relative to the exempt function of the Corporation. The Corporation will monitor state and federal legislation that affect long-term public and fiscal policy, law and trends, as well as competitiveness issues. This information will be used to further the Corporation's mission, and of addressing public policy issues related to these issues.

The programmatic materials to be produced by the Corporation will educate the public about the fiscal and public policy issues described above. From time to time, those messages may address legislation or legislative proposals relevant to those issues. They may address the opinion of the Corporation on those issues and advocate a preferred solution to alternative approaches to those issues. They may also encourage the public to voice their opinions about the issues and solutions thereto to their government. Staff positions, including paid or volunteer staff, will be filled when deemed reasonable and necessary to further the objects and purposes of the Corporation and when funding permits.

The educational material to be published and broadcast by Citizens for the Republic, Inc. will be designed and produced to be informative and educational. The Board of Directors and officers of the Corporation will have the responsibility for, and will take

an active role in the development of, all the educational materials and programs of the Corporation. The Board intends that the educational material and programs will be presented and conducted in such a manner that a sufficiently full and fair exposition of the pertinent facts concerning a particular issue are presented permitting an individual to form an independent opinion or conclusion, even if a particular viewpoint or position may be advocated by the Corporation. Furthermore, the Board of Directors will assure that the Corporation shall not participate in, nor intervene in (including the publication or distribution of statements) any political campaign on behalf of, or in opposition to, any candidate for public office.

No program material has been produced by the Corporation as at the date of this Application for Recognition of Exemption. No contracts or undertakings have yet been entered into. No brochures, pamphlets, or similar printed material have been drafted or designed to date.

### III. Discussion of Legal Precedent

Citizens for the Republic, Inc. is organized and will be operated exclusively for the promotion of social welfare within the meaning of Section 501(c)(4) of the Internal Revenue Code.

According to its Articles of Incorporation, Citizens for the Republic, Inc. is organized exclusively for educational purposes and for the purpose of promoting the common good and general welfare within the meaning of Section 501(c)(4) of the Internal Revenue Code. No part of the net earnings of the Corporation shall inure to the benefit of any director or officer

of the Corporation, or any private individual (except that reasonable compensation may be paid for services rendered to or for the Corporation affecting one or more of its purposes.) Additionally, the Articles of Incorporation prohibit the Corporation from participating or intervening in (including the publication or distribution of statements) any political campaign on behalf of, or in opposition to, any candidate for public office. Finally, upon its dissolution, the assets of the Corporation are required to be distributed to one or more organizations which then qualify under Sections 501(c)(3) or 501(c)(4) of the Internal Revenue Code.

The activities and operations of Citizens for the Republic, Inc. will be primarily "educational" within the meaning employed in the Code and Regulations. The term "educational" is defined in the Regulations as "the instruction of the public on subjects useful to the individual and beneficial to the community." Reg. §1.501(c)(3)-1(d)(3)(b). Further, the Internal Revenue Service has clearly stated that organizations which conduct studies or investigations and disseminate the results in order to instruct the public on issues have an educational and charitable purpose. Rev. Rul. 67-148, 1967-1 C.B. 132. It is also well established that organizations that conduct research projects in order to contribute to the advancement of education in a particular area serve an educational purpose. Rev. Rul. 67-41, 1967-1 C.B. 121. In addition, the Internal Revenue Service has stated that organizations which conduct studies or investigations and disseminate the results, in order to instruct the public on social

issues, have an educational and charitable purpose. Rev. Rul. 67-148, 1967-1, C.B. 132.

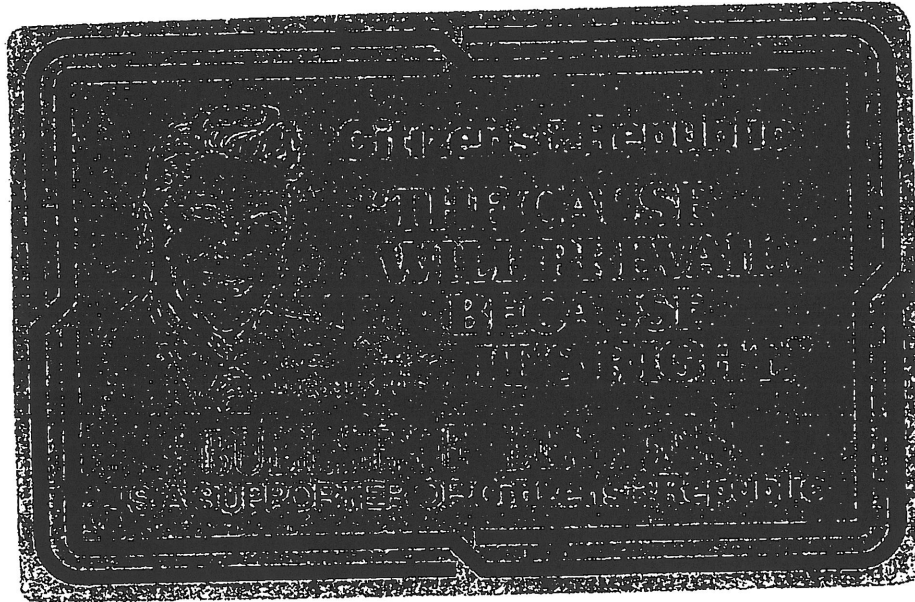
Section 501 (c) (4) of the Code provides for the exemption from Federal income tax of civic leagues or organizations not organized for profit but operated exclusively for the promotion of social welfare. Section 1.501(c) (4)-1(a) (2) of the Income Tax Regulations provides that an organization is operated exclusively for the promotion of social welfare if it is primarily engaged in promoting in some way the common good and general welfare of the people of the community. An organization that is organized and operated to inform the public by educational methods on a subject of public interest and concern may be exempt under Section 501(c) (4) of the Code even though the subject evokes controversy and even though the organization advocates a particular viewpoint and seeks changes in law to reflect such viewpoint. The education of the public on such a subject is deemed beneficial to the community because society benefits from an informed citizenry. The seeking of legislation germane to the organization's programs is recognized by the Regulations cited above as a permissible means of attaining social welfare purposes. See, Rev. Rul. 68-656, 1968-2 C.B. 216. See also, Rev. Rul. 60-193, 1960-1 C.B. 195, and Rev. Rul. 62-71, 1962-1 C.B. 85.

#### **IV. Conclusion**

The application of the provisions of Section 501(c) (4) of the Code and Section 1.501(c) (4)-1(a) (2) of the Regulations and rulings issued thereunder to Citizens for the Republic, Inc. is clear and compelling. The Corporation will foster, promote, and



assist the education of American citizens about the public policy and political vision of Ronald Wilson Reagan, and how his views and vision can be applied to current United States Government social, domestic and international policy, including long-term public policy and fiscal matters; unfunded liabilities in Social Security, Medicare, and other government retirement trust funds, and the long term viability of such trust funds and programs; and governmental policies, decisions, proposals, and legislation about those matters. The education of the public on such subjects is deemed beneficial to the community because society benefits from an informed citizenry.



In a 1975 magazine interview, Ronald Reagan said: *"I believe the very heart and soul of conservatism is libertarianism... The basis of conservatism is a desire for less government interference or less centralized authority or more individual freedom and this is a pretty general description also of what libertarianism is."*

# Citizens For The Republic Agenda

Thursday, November 13, 2008

- 
- **Overview-** Craig Shirley
  - **Political Overview-** Tony Fabrizio
  - **Coalition, Republican Party Overview-** Diana Banister

- **Legal Overview-** Chris Craig

- ISSUES/SPARKS?   
 (OR) - GET INVOLVED IN ELECTIONS?

- **Direct Mail Overview-** Bruce Eberle

- **Internet Overview-** Chuck DeFeo

- **Comments-** Michael Reagan

- **One Year Goals:**

- Fundraising
- Political:

Impact; Georgia, RNC Race, VA Governor race, and Legislative races in Mississippi & Kentucky

- **Communications:**

- Website updated daily
- Quarterly newsletter

- **Organizational:**

- Hire Executive Director
- 50 State Directors, CFTR
- 2 Campaign, ideological schools in 2009

**Craig Shirley**  
**President and CEO**  
**Shirley & Banister Public Affairs**

Craig Shirley is President and CEO of Shirley & Banister Public Affairs, the public relations, marketing, and government affairs firm he originally founded in 1984. The firm has become internationally recognized over the years among public opinion leaders and the national media with clients such as the Allied Pilots Association, Crown Publishing, Northpoint Technology, Simon and Schuster Publishing, Westinghouse, the Orphan Foundation of America, Freedom Alliance, Center for Individual Freedom, defense contractors, utility companies, and a host of other corporate, trade and issue concerns.

Mr. Shirley has been professionally involved in American politics and government for almost three decades. He has worked in government and on campaigns at the congressional, gubernatorial, and presidential levels. A graduate of Springfield College, Mr. Shirley's fields of specialization include strategic public relations, crisis management, marketing, and government affairs, as well as political consulting and government affairs. He was honored as the school's "Outstanding Alumnus of 2005."

Mr. Shirley is the bestselling author of, *Reagan's Revolution: The Untold Story of the Campaign That Started It All*. The book, which analyzes Ronald Reagan's pivotal 1976 presidential campaign, was released by Nelson Current Publishing in January 2005. Favorable reviews of the book appeared in such publications as The New York Times, The Washington Post, The Washington Times, The Wall Street Journal, The New Republic, and The Weekly Standard, among dozens of others. Reagan's Revolution also scored a spot on The Washington Post's bestsellers list. A documentary based on the book is currently in production. Mr. Shirley is now working on his second book that details Reagan's 1980 Campaign called, *Rendezvous with Destiny*.

In 1987, Mr. Shirley and David Keene formed Keene, Shirley & Associates, Inc. During the five year association, he tripled the billings for Keene, Shirley & Associates, ran a major advertising and public relations campaign supporting President Bush and Operation Desert Storm, successfully represented the Embassy of the State of Kuwait, and was placed in charge of public relations for an international conference on democracy hosted in Prague by President Vaclav Havel of then Czechoslovakia. In 1992, Mr. Shirley re-opened Craig Shirley & Associates. In addition to working with a host of political, corporate, and trade concerns, Mr. Shirley served as an informal advisor to the 1996 campaign of Republican Presidential nominee Sen. Bob Dole. In 2000, the firm provided in-kind support to the presidential campaign of then Governor George W. Bush as well as the Florida recount. In that same year, Craig Shirley & Associates became Shirley & Banister Public Affairs with the promotion of Diana Banister from vice president to partner.

Mr. Shirley's past efforts include the Fund for America's Future, the political action committee of Vice President George Bush. Mr. Shirley worked closely with the future President George W. Bush, organizing conservative support for his father's 1988 presidential bid.

During the 1984 campaign, he was the Director of Communications for the National Conservative Political Action Committee, America's largest independent political committee, which spent over \$14 million on behalf of President Reagan's re-election.

As Communications Advisor to the Republican National Committee in 1982, Mr. Shirley traveled across the country advising dozens of campaigns and state committees on public relations, political advertising, and campaign strategy.

In 1981, Shirley served as an account executive with a major New York advertising firm. There he managed and supervised agency programs for the New York Racing Association and other high profile clients.

In 1980, he directed the Fund for a Conservative Majority's \$750,000 independent expenditure campaign in support of Ronald Reagan's 1980 presidential campaign. In 1978, Mr. Shirley served as press secretary to U.S. Senator Gordon Humphrey on his upset win in New Hampshire and came with the Senator to Washington, D.C. to serve on his Capitol Hill staff.

Mr. Shirley is a frequently sought-after commentator and speaker by the national media on politics, ideology, and Washington and has appeared on national television including C-SPAN, CNBC, CBS, CNN, MSNBC, ABC, NBC, FOX News Channel and others. Mr. Shirley also lectures at various seminars and has contributed articles to numerous publications including The Washington Post, The Los Angeles Times, The Washington Times, USA Weekend, Campaigns and Elections, The Weekly Standard, Conservative Digest, and Insight Magazine. He currently holds membership on the boards of the American Conservative Union, Campaigns & Elections magazine, the United Seniors Association, the Northern Virginia Youth Lacrosse League, and the Fort Hunt Youth Athletic Association. He has also edited two books, the first, by Vic Kamber and Brad O'Leary, entitled Are You a Conservative or a Liberal? and Coaching Youth Lacrosse, published by the Lacrosse Foundation.

Craig Shirley resides in Alexandria, Virginia with his wife, Zorine, and their four children. He and his family enjoy sailing and other aquatic activities at their river home, familiarly known as "Trickle Down Point," in Lancaster, Virginia.



## Ronald Reagan Speaks Out

The results at Kansas City last August spelled the beginning, not the end, of conservative efforts to restore the moral and physical strength of America.

Formation of Citizens for the Republic is an early and, I believe, significant step in that direction.

When I announced in November, 1975, that I would be a candidate for president we knew, all of us, that the odds were overwhelming and that it was the beginning of an endeavor that, whether or not it led to the White House, must be undertaken.

Our nation had then and still has serious problems: Too high unemployment, too much inflation, too big a deficit, too large a federal government, too inadequate a defense capability, too little respect abroad, too little self-respect at home.

These problems still exist. But I believe our campaign did much to call the nation's attention to them, did much to convince Americans that they can be solved, that we can be strong, respected, and solvent, at we can again build America around its people, not around its government.

(continued on page 3.)

# Citizens <sup>for the</sup> Republic

a political action committee

## Newsletter

February 1, 1977

Vol. I, No. 1

1253-7th Street, Suite 200 · Santa Monica, California 90401 · 213/451-8548

## What About Carter's Appointments?

Congratulations are in order: When Jimmy Carter demonstrated appalling judgment by tapping Theodore Sorensen to head the Central Intelligence Agency, conservative columnists and then Republican politicians spoke out and forced the former Kennedy speech-writer to withdraw his name from consideration.

So much for the new President's monumental CIA blunder. But what about another of his appointments — that of campaign aide Greg Schneiders to the post of White House projects director?

Schneiders is to have "special responsibility for the movement of paper," giving him significant behind-the-scenes power in the Carter administration. The 29-year-old was in line for the more politically visible job of appointments secretary — until a routine FBI check documented what the media euphemistically termed "financial troubles" connected with his past business failures.

### 'Minor' Embarrassment

But even before the FBI check, according to the New York Times, Schneiders had been "a source of continuing though minor embarrassment to Mr. Carter for several months with his comments criticizing the Roman Catholic Church, his free admission to news representatives that he had been living unmarried with a woman for five years and his free acknowledgment of his history of financial troubles that included several bad debts, bounced checks, a

suit by an accounting concern, nonpayment of rent and lawyer's fees and three trips to Small Claims court."

Despite all this, no one should be surprised to see Schneiders on the White House payroll, for he has been described by Los Angeles Times reporter Jack Nelson as "one of" (Continued on page 4.)

## Reagan Forms CFR PAC

Ronald Reagan has announced formation of a political action committee dedicated to increasing public awareness and acceptance of conservative political philosophy and principles.

Gov. Reagan will take a leadership role in the organization, to be known as "Citizens for the Republic." Lyn Nofziger, who worked for Citizens for Reagan in the presidential campaign, is in charge of day-to-day operations.

CFR will perform a number of functions. It will support candidates for party, state and national offices. It will disseminate widely Reagan's views as well as those of his prominent supporters.

It will keep a careful watch on the Congress and the Administration and take public stands on policies with which Reagan disagrees. It will seek to serve as a focal point for speakers and organizations that share similar views.



## Conservatives Are 'Members Of A Majority,' Declares Reagan

"Our task now is not to sell a philosophy, but to make the majority of Americans, who already share that philosophy, see that modern conservatism offers them a political home. We are not a cult, we are members of a majority. Let's act and talk like it."

With those words, Ronald Reagan presented a challenge to conservatives in his first major address of 1977. Speaking at a program of the Intercollegiate Studies Institute Jan. 15 in Washington, D.C., Gov. Reagan pointed to a recent poll which showed that 51 per cent of Americans consider themselves conservatives, 37 per cent identify themselves with liberalism, and 12 per cent place themselves in the middle.

Reagan noted that there are two kinds of conservatism — social and economic. The so-called social issues — law and order, abortion, busing, quota systems — are usually associated with blue-collar, ethnic and religious groups traditionally aligned with the Democratic Party. The economic issues — inflation, deficit spending and big government — are usually associated with Republican Party members and independents.

### Basic Principles Shared

But, Reagan declared, it is possible to create a political entity that will reflect the views of both kinds of conservatism without compromising basic principles.

"I have always been puzzled by the inability of some political and media types to understand exactly what is meant by adherence to political principle," Reagan continued. "All too often in the press and television it is treated as a call for 'ideological purity'.

"Let us lay to rest, once and for all," Reagan declared, "the myth of a small group of ideological purists (conservatives) trying to capture a majority. Replace it with the reality of a majority trying to assert its rights

against the tyranny of powerful academics, fashionable left-revolutionaries, some economic illiterates who happen to hold elective office and the social engineers who dominate the dialogue and set the format in political and social affairs."

### GOP Proper Vehicle

Reagan stressed that the proper vehicle for promoting conservative principles is the Republican Party.

"I believe the Republican Party can and should provide the political mechanism through which the goals of the majority of Americans can be achieved. For one thing, the biggest single grouping of conservatives is to be found in that party. It makes more sense to build on that grouping than to break it up and start over. Rather than a third party, we can have a new first party made up of people who share our principles."

Reagan named two priorities for the GOP if it is again to become a force in national politics. It must shed "the country club-big business image that, for reasons both fair and unfair, it is burdened with today." Equally important, "the party of Lincoln" must begin to attract substantial numbers of black voters.

### GOP Can Attract Blacks

The time has come, said Reagan, for Republicans to say to black voters: "Look, we offer principles that black Americans can, and do, support. We believe in jobs, real jobs; we believe in education that is really education; we believe in treating all Americans as individuals and not as stereotypes — and we believe that the long-range interest of Black America lies in looking at what each major party has to offer. And then deciding on the merits."

Reagan said that the principles of the "New Republican Party" he envisions should be the 1976 GOP Platform.

"Concern for the people is at the very heart of conservatism," he declared. "Concern for the dignity of

all men; that those in need shall be helped to become independent — not lifetime recipients of a dole; concern that those who labor and produce will not be robbed of the fruit of their toil or their liberty. Concern that we shall not forfeit the dream that gave birth to this Nation — the dream that we can be as a shining city upon a hill — an 'alabaster city undimmed by human tears.'

"Believing in that dream," Reagan concluded, "I became a Republican and because of that dream I am conservative."

## GOP Fields No Opposition To 44 Democrats

A little known statistic from the 1976 general election indicates perhaps better than anything else the current plight of the Republican Party.

A total of 42 Democratic members of the House of Representatives ran unchallenged by major opposition for re-election. Two Democratic senators also were unopposed.

On the Republican side, only six representatives had no major opposition. No Republican senators were unopposed.

Among unopposed Democrat representatives was Robert L.F. Sikes of Florida, who was officially reprimanded by the House for alleged use of his office for personal gain.

**CFR NEWSLETTER** is published twice a month by Citizens for the Republic, 1253 7th Street, Suite 200, Santa Monica, CA 90401. Subscriptions are \$25 a year. Contents may be reproduced with or without credit.

Citizens for the Republic is a political action committee operating in accordance with federal election laws. Ronald Reagan, chairman; Jack Courtemanche, treasurer. A copy of our report is filed with and available for purchase from the Federal Election Commission, Washington, D.C. 20463.





## Reagan Speaks Out (cont.)

I believe the American people want to do these things. I believe they are fed up with big government and have lost faith in Big Brother. That is why today most of them, whether they realize it or not, subscribe to the principles which you and I know are basic Republican philosophy. Our job is to bring this to their attention.

If the combination of a Democrat president and a liberal Democrat Congress over the next four years gives us bigger government, less national defense, more deficit spending, more interference in our lives, we will see a new majority come together.

The people will know where to place the blame if prices continue to rise, if we continue our retreat abroad, if our defense weakens and our government swells and expands.

It is going to be up to Republicans and conservatives to propose and fight for viable alternatives — alternatives that are much more than just dressed-up, rehashed liberal Democrat proposals.

It is going to be up to Republicans to tell the people and sell the people on the merits of their platform, their principles, and their proposals.

That is where Citizens for the Republic comes in. CFR, the successor to Citizens for Reagan, will keep a close eye on the Democrats and will speak out when they are wrong. We intend to work and speak out for the Republican platform and Republican principles.

We intend to speak to the issues, pro and con, to support conservative Republican candidates and office holders. We intend to accept the continuing challenge of building the American dream within the two-party system.

With your help we can do it.

*Ronald Reagan*

## GOP Blacks Could Have Backed Reagan

A prominent black leader believes many black delegates to the Republican National Convention last August would have voted for Ronald Reagan if they had not been legally bound.

Dr. Gloria Toote, who seconded Reagan's nomination, wired the CBS program "Sixty Minutes" after its Dec. 5 interview with Gov. Reagan that "your question as to minimum black delegate support indicated a lack of research into black delegate convention participation."

Dr. Toote, whose strong seconding speech was largely ignored by the media, is a former assistant secretary of the Department of Housing and Urban Development (HUD). Currently she is president of the New York City Black Republican Council.

In her wire she pointed out that many black delegates were "unaware of the legally binding obligation of a delegate elected to support a particular candidate."

"This lack of knowledge aborted our strategy for a collective effort to bring focus to issues particular to our concerns; and denied many black



Dr. Gloria Toote

delegates the opportunity after meeting with both candidates to indicate their personal preference," Dr. Toote told "Sixty Minutes."

Noting that she has yet to receive a "negative comment" for seconding Gov. Reagan, Dr. Toote invited "Sixty Minutes" to attend a meeting of her organization. "I assure you, you will find political awareness and appreciation for the need of the leadership of a man who before the convention and thereafter called for broadening the base of the Republican Party," Dr. Toote said.

## UnafFORDable

By this time, the Carter administration is busy on its version of the federal budget for fiscal 1978, and comparisons will be made with the \$440 billion budget submitted by former President Ford.

Lest we forget, that budget calls for a \$47 billion deficit. Fiscal conservatives should demand cutting the deficit far below \$47 billion, regardless of whose budget it is.

### WORTH QUOTING

"In effect, the (Ford) foundation is a creature of capitalism—a statement that, I'm sure, would be shocking to many professional staff

people in the field of philanthropy. It is hard to discern recognition of this fact in anything the foundation does. It is even more difficult to find an understanding of this in many of the institutions, particularly the universities, that are the beneficiaries of the foundation's grant programs.... Perhaps it is time for the trustees and staff to examine the question of our obligations to our economic system and to consider how the foundation as one of the system's most prominent offspring, might act most wisely to strengthen its progenitor." — Henry Ford 2d in a letter announcing his resignation after 33 years as a trustee of the Ford Foundation.

"Obscene." — John Kenneth Galbraith's word for tax cuts.





## Carter Choices (cont.)

Carter's most trusted advisers during the presidential campaign. . . . spending more time with (Carter) than any other person and controlling access to him."

### Could Ford Have Done It?

And how about Carter crony Griffin B. Bell, the new Attorney General? Is it really of no consequence that the man who must enforce the nation's civil rights laws was so insensitive that he belonged to two clubs which bar Blacks and Jews from membership? Would a Democrat Congress have let Gerald Ford get away with this kind of appointment?

Americans may also wonder about United Nations Ambassador Andrew Young, who says "we need a strong Vietnam" to be a "buffer against China." Presumably that would involve admitting into the UN the totalitarian regime which conquered and enslaved the 19 million people in its once independent southern half. In fact, Vietnam's record on human rights is so bad that even Joan Baez has protested.

As Secretary of Defense, Mr. Carter chose a man whose selection "was welcomed by leaders in the arms control community," according to the New York Times. "Harold (Brown) can be expected to raise less ifs, ands and buts than Jim Schlesinger," commented one unnamed member of the "arms control

community." For non-Times readers, this "community" consists of those who worry more about controlling U.S. arms than Soviet arms.

### Big Spender Back at HEW

On the domestic front, the new President has tapped Washington insider par excellence Joseph Califano to head up the Department of Health, Education and Welfare. He is "the same man who burdened that sprawling department with all of LBJ's expensive social schemes," as columnist J.F. terHorst put it.

Almost as strange as Mr. Carter's appointments, however, is the silence of the Republican minority (with a few exceptions) about them. It is time Republicans in and out of the Congress began to speak out before their silence is taken for agreement.

## Reagan Pledges Brock Support

The Republican National Committee has elected Bill Brock party chairman. The former Tennessee senator, a conservative and a vigorous supporter of the Republican platform, immediately received the pledge of Ronald Reagan to work with him to make the GOP the party of America's conservative majority.

Reagan urged conservatives to look on Brock as an ally in the struggle against the liberal Democrats in Congress and the Carter administration.

## Reuss Rolls Right

Is the new Democratic Congress going to turn over a new leaf? Don't hold your breath, but Henry Reuss, a liberal Democrat from Wisconsin, after meeting with a group of business men, said: "We are a free enterprise society, and I tried to make the businessmen understand that the Democrats are not going to create uncontrollable inflation, slap on wage and price controls, start allocating credit or anything like that."

Rep. Reuss's constituents have heard what he said. They should watch with careful interest what he does.

## Russ Up; U.S. Down

"We are looking at about 15 years of steady, purposeful effort on the part of the Soviet Union (to build up military capability), and ten to 15 years of the U.S., for a variety of reasons, reducing its level of effort." — Donald Rumsfeld, outgoing Secretary of Defense, commenting in *Time*.

## Urges Strapping Buck

"I resent issuing a new currency to make up for the inflated dollar. They should try to make a dollar worth a dollar instead." — Pittsburgh student quoted in Wall Street Journal article on the flop of the two dollar bill.

**Citizens for the Republic**  
a political action committee  
**Newsletter**

1253-7th Street, Suite 200, Santa Monica, California 90401

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## **Board of Advisors**

Below is a partial list of individuals who have agreed to be on the board of advisors:

- Hon. Edwin Meese
- Hon. George Allen
- Peter Hannaford
- Hon. Paul Laxalt
- Frank Donatelli
- Amb. Gerald Carmen
- Hon. Dick Allen
- Dr. Martin Anderson
- Jeff Bell
- Dr. Don Devine
- David Doll
- Bob Luddy
- Fred Ryan
- Brent Bozell
- Gary Bauer
- Joanne Herring-Davis
- Hon. Newt Gingrich

**Attachment Three**  
to  
Application for Recognition of Exemption (Form 1024)  
of  
**CITIZENS FOR THE REPUBLIC, INC.**  
122 South Patrick Street  
Alexandria, Virginia 22314  
(Employer Identification Number: 32-0234718)

Part III - Financial Data - Statement of Revenue and Expenses

18.

Other Expenses	2007	2008	2009	2010
Travel		1200	1440	1728
Office Equipment		750	900	1080
Insurance		3120	3744	4492.8
Legal/Accounting	4,000	12000	16000	19200
Telephone	200	2400	2880	3456
Fees & Licenses	850	25000	15000	18000
Office Supplies	35	600	720	864
	5085	45070	40684	48820.8

Travel expenses will relate primarily to travel incurred by the members of the Board of Directors and the officers, in connection with soliciting funds from contributors and promoting the mission of the Corporation.

Citizens for the Republic, Inc. anticipates hiring one (1) employee in March, 2009. Compensation paid to the anticipated employee of Citizens for the Republic, Inc. will be reasonable and necessary, determined on the basis of comparability data (e.g., compensation levels paid by similarly-situated organizations for functionally comparable positions).

Citizens for the Republic, Inc. does not expect to engage in unrelated business activities or generate unrelated business income.

**Attachment One**  
to  
Application for Recognition of Exemption (Form 1024)  
of  
**CITIZENS FOR THE REPUBLIC, INC.**  
122 South Patrick Street  
Alexandria, Virginia 22314  
(Employer Identification Number: 32-0234718)

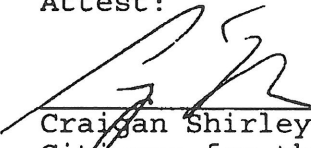
Part I - Identification of Applicant

Appended to this Attachment One and made a part of this Application for Recognition of Exemption are copies of the following organizational documents of Citizens for the Republic, Inc., which the President of the Corporation certifies, by his signature on this Attachment, are true, accurate and complete copies of the original documents:

1. Articles of Incorporation of Americans for a Better Country, Inc. dated December 7, 2007;
2. Certification by the Clerk of the State Corporation Commission of the Commonwealth of Virginia that the Articles of Incorporation of Americans for a Better Country, Inc. was issued and admitted to record on December 19, 2007;
3. Articles of Amendment of Americans for a Better Country, Inc., renaming the Corporation, Citizens for the Republic, Inc., dated January 14, 2008;
4. Certification by the Clerk of the State Corporation Commission of the Commonwealth of Virginia that the Articles of Amendment of Americans for a Better Country, Inc. renaming the Corporation, Citizens for the Republic, Inc., was issued and admitted to record on January 24, 2008; and

5. By-laws of Citizens for the Republic, Inc., which were adopted on January 31, 2008 and which are presently in force.

Attest:

  
Craigan Shirley, President  
Citizens for the Republic,  
Inc.

**User Fee for Exempt Organization  
Determination Letter Request**

► **Attach this form to determination letter application.**  
(Form 8718 is NOT a determination letter application.)

For  
IRS  
Use  
Only

OMB No. 1545-1798

Control number

Amount paid

User fee screener

750

TF

1 Name of organization

**Citizens for the Republic, Inc.**

2 Employer Identification Number

**32: 0234718**

**Caution.** Do not attach Form 8718 to an application for a pension plan determination letter. Use Form 8717 instead.

**3 Type of request**

**Fee**

**a** ☐ Initial request for a determination letter for:

- An exempt organization that has had annual gross receipts averaging not more than \$10,000 during the preceding 4 years or
- A new organization that anticipates gross receipts averaging not more than \$10,000 during its first 4 years ► \$300

**Note.** If you checked box 3a, you must complete the *Certification* below.

**Certification**

I certify that the annual gross receipts of .....

name of organization

have averaged (or are expected to average) not more than \$10,000 during the preceding 4 (or the first 4) years of operation.

Signature ►

Title ►

**b** ☒ Initial request for a determination letter for:

- An exempt organization that has had annual gross receipts averaging more than \$10,000 during the preceding 4 years or
- A new organization that anticipates gross receipts averaging more than \$10,000 during its first 4 years ► \$750

**c** ☐ Group exemption letters

► \$900

**Instructions**

The law requires payment of a user fee with each application for a determination letter. The user fees are listed on line 3 above. For more information, see Rev. Proc. 2006-8, 2006-1 I.R.B. 245, or latest annual update.

Check the box or boxes on line 3 for the type of application you are submitting. If you check box 3a, you must complete and sign the certification statement that appears under line 3a.

Attach to Form 8718 a check or money order payable to the "United States Treasury" for the full amount of the user fee. If you do not include the full amount, your application will be returned. Attach Form 8718 to your determination letter application.

Generally, the user fee will be refunded only if the Internal Revenue Service declines to issue a determination.

**Where To File**

Send the determination letter application and Form 8718 to:

Internal Revenue Service  
P.O. Box 192  
Covington, KY 41012-0192

**Paperwork Reduction Act Notice.** We ask for the information on this form to carry out the Internal Revenue laws of the United States. If you want your organization to be recognized as tax-exempt by the IRS, you are required to give us this information. We need it to determine whether the organization meets the legal requirements for tax-exempt status.

You are not required to provide the information requested on a form that is subject to the Paperwork Reduction Act unless the form displays a valid OMB control number. Books or records relating

to a form or its instructions must be retained as long as their contents may become material in the administration of any Internal Revenue law. The rules governing the confidentiality of Form 8718 are covered in section 6104.

The time needed to complete and file this form will vary depending on individual circumstances. The estimated average time is 5 minutes. If you have comments concerning the accuracy of this time estimate or suggestions for making this form simpler, we would be happy to hear from you. You can write to the Internal Revenue Service, Tax Products Coordinating Committee, SE:W:CAR:MP:T:T:SP, 1111 Constitution Ave. NW, IR-6406, Washington, DC 20224. Do not send this form to this address. Instead, see *Where To File* above.

Attach Check or Money Order Here



THEODORE V. MORRISON, JR.  
CHAIRMAN

MARK C. CHRISTIE  
COMMISSIONER

JUDITH WILLIAMS JAGDMANN  
COMMISSIONER

# COMMONWEALTH OF VIRGINIA



JOEL H. PECK  
CLERK OF THE COMMISSION  
P.O. BOX 1197  
RICHMOND, VIRGINIA 23218-1197

## STATE CORPORATION COMMISSION Office of the Clerk

December 19, 2007

CHRISTOPHER T CRAIG  
6862 ELM ST STE 360  
MCLEAN, VA 22101

RE: AMERICANS FOR A BETTER COUNTRY, INC.  
ID: 0687706 - 2  
DCN: 07-12-14-0075

Dear Customer:

This is your receipt for \$75.00, to cover the fees for filing articles of incorporation with this office.

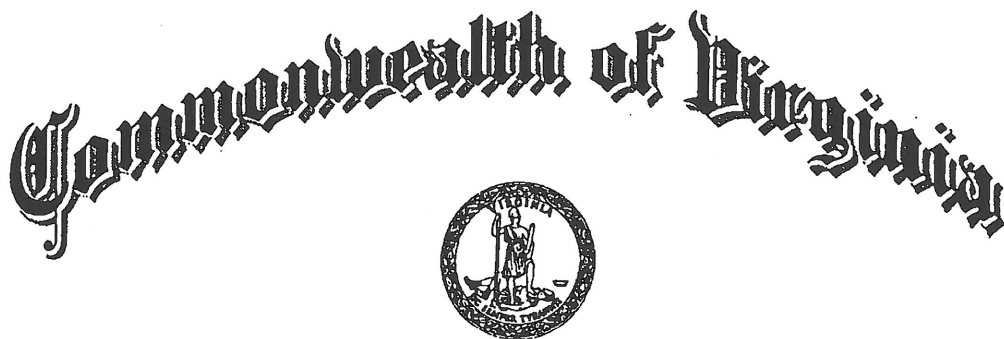
The effective date of the certificate of incorporation is December 19, 2007.

If you have any questions, please call (804) 371-9733 or toll-free in Virginia, 1-866-722-2551.

Sincerely,

Joel H. Peck  
Clerk of the Commission

CORPRCPT  
NEWCD  
CIS0336



**STATE CORPORATION COMMISSION**

*Richmond, December 19, 2007*

*This is to certify that the certificate of incorporation of*

**AMERICANS FOR A BETTER COUNTRY, INC.**

*was this day issued and admitted to record in this office and that  
the said corporation is authorized to transact its business subject  
to all Virginia laws applicable to the corporation and its business.  
Effective date: December 19, 2007*



*State Corporation Commission*

*Attest:*

*Joel H. Beck*  
Clerk of the Commission



## ARTICLES OF INCORPORATION

of

### AMERICANS FOR A BETTER COUNTRY, INC.

In compliance with the requirements of the Virginia Nonstock Corporation Act, Chapter 10 of Title 13.1 of the Code of Virginia, the undersigned hereby acts to form a nonstock, nonprofit corporation and to that end sets forth the following:

FIRST: The name of the corporation is: **AMERICANS FOR A BETTER COUNTRY, INC.**, hereinafter referred to as the "Corporation."

SECOND: The specific and primary objects and purposes of the Corporation, which is not formed for pecuniary profit or financial gain, shall be to receive, administer and expend funds for educational purposes and for the purpose of promoting social welfare within the meaning of Section 501(c)(4) of the Internal Revenue Code of 1986 or the corresponding provisions of any future United States Internal Revenue laws, including the following:

1. To educate the general public about issues of interest to American citizens concerning the life, times and philosophy of President Ronald Wilson Reagan, and his views about the United States Government social and domestic policy, in particular, his philosophy of limited government, expanded freedom and democracy worldwide, limiting unchecked

spending and "earmarks" in the federal budget, unfunded mandates, liabilities in Social Security, Medicare, and other government retirement trust funds, and the long term viability of such trust funds and programs;

2. To sponsor and conduct non-partisan analysis, study, discussion groups, forums, panels lectures, research and similar programs related to its exempt function;

3. To educate and instruct the American public in related matters through the publication and distribution of educational and informational pamphlets, web sites, booklets, advertisements and other materials relevant to its purposes;

4. To provide information in connection with the above purposes which shall be designed and presented in such a manner as to permit and enable the listener or reader to form an independent opinion or conclusion;

5. To debate and advocate support or opposition to legislation relevant to such matters and issues;

6. To engage in all other educational, civic activity or social welfare activity approved by its Board of Directors; and

7. Except as restricted herein, to engage in any and all lawful activities for which corporations may be organized and the Corporation Law of the Commonwealth of Virginia incidental to the foregoing purposes.

The foregoing provisions of this Article SECOND shall be construed both as purposes and powers and each as an independent purpose and power. Subject to the restrictions and limitations contained in these Articles of Incorporation, the foregoing enumeration of specific purposes and powers shall not be held to limit or restrict in any manner the power of the Corporation to do anything and everything suitable, proper or incidental to its purposes, or anything which may now or hereafter be done by a corporation organized under the laws of the Commonwealth of Virginia; provided, that the Corporation shall not conduct or engage in a business of a kind ordinarily carried on for profit and provided, further, that the Corporation shall not conduct any business, promote any purpose, or exercise any power or privilege within or without the Commonwealth of Virginia which, under the laws thereof, the Corporation may not lawfully conduct, promote, or exercise or which are not in furtherance of its exempt function.

THIRD: The Corporation shall have no members.

FOURTH: No part of the net earnings of the Corporation shall inure to the benefit of or be distributable to any director or officer of the Corporation, or any private individual (except that reasonable compensation may be paid for services actually rendered to or for the benefit of the Corporation in furtherance of its exempt function). The Corporation shall not participate in, nor intervene in (including the publication or distribution

of statements) any political campaign on behalf of, or in opposition to, any candidate for public office.

Upon the dissolution of the Corporation or the winding up of its affairs, the assets of the Corporation shall be distributed in accordance with the laws of the Commonwealth of Virginia exclusively to educational, charitable or social welfare organizations, which would then qualify under the provisions of Sections 501(c)(3) or 501(c)(4), or successor Sections, of the Internal Revenue Code and the Regulations promulgated thereunder as they now exist or as they may hereafter be amended. No director, officer, or member of the Corporation, or any private individual, shall be entitled to share in the distribution or division of any of the corporate assets on dissolution of the Corporation.

The Corporation shall not carry on any activities not permitted to be carried on by an organization exempt under Section 501(c)(4) of the Internal Revenue Code and its Regulations as they now exist or as they may hereafter be amended.

FIFTH: The post office address of the initial registered office of the Corporation is 6862 Elm Street, Suite 360, McLean, Virginia, 22101, which is located in Fairfax County, Virginia. The name of its initial registered agent at such address is Christopher T. Craig, Esq., who is a resident of Virginia and who is a member of the Virginia State Bar and whose business office is the same as the registered office of the Corporation.

SIXTH: The initial Directors of the Corporation shall be elected by the Incorporator and hold office for a term of one (1) year, and until their respective successors have been elected and qualified. Subsequently, Directors shall be elected by a majority vote of the Directors in office immediately preceding the expiration of each term. Any vacancy in the Board of Directors that shall occur prior to the expiration of a term shall be filled by such person as shall be elected thereto by a majority vote of the then remaining members of the Board of Directors and the person so elected shall hold office until the expiration of the term to which he or she succeeded.

SEVENTH: No Director or officer of the Corporation shall be personally liable for monetary damages in any proceeding brought by or in the right of the Corporation unless the Director or officer engaged in willful misconduct or a knowing violation of criminal law.

EIGHTH: The Corporation shall, to the fullest extent permitted by the provisions of Article 9 of Chapter 10 of Title 13.1 of the Code of Virginia, as the same may be amended and supplemented, indemnify any and all persons whom it shall have power to indemnify under said Article from and against any and all of the expenses, liabilities, or other matters referred to in or covered by said Article, and the indemnification provided for herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any Bylaw, agreement, vote of disinterested directors or otherwise, both as to action in his official capacity and as to action in another capacity

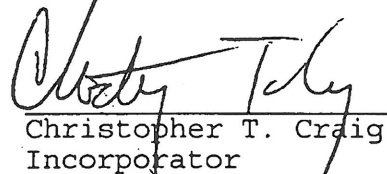
while holding such office, and shall continue as to a person who ceased to be a director, officer, employee, or agent and shall inure to the benefit of the heirs, executors, and administrators of such a person.

NINTH: The name and address, including street and number, of the Incorporator is:

<u>Name</u>	<u>Address</u>
Christopher T. Craig	6862 Elm Street, Suite 360 McLean, Virginia 22101

TENTH: The period of duration of the Corporation is perpetual.

IN WITNESS WHEREOF, for the purposes of forming the Corporation under the laws of the Commonwealth of Virginia, the undersigned Incorporator of the Corporation has executed these Articles of Incorporation this 7<sup>th</sup> day of December, 2007.

  
\_\_\_\_\_  
Christopher T. Craig  
Incorporator

THEODORE V. MORRISON, JR.  
CHAIRMAN

MARK C. CHRISTIE  
COMMISSIONER

JUDITH WILLIAMS JAGDMANN  
COMMISSIONER

# COMMONWEALTH OF VIRGINIA



JOEL H. PECK  
CLERK OF THE COMMISSION  
P.O. BOX 1197  
RICHMOND, VIRGINIA 23218-1197

## STATE CORPORATION COMMISSION Office of the Clerk

January 24, 2008

CHRISTOPHER T CRAIG  
6862 ELM ST STE 360  
MCLEAN, VA 22101

RE: CITIZENS FOR THE REPUBLIC, INC.  
(formerly AMERICANS FOR A BETTER COUNTRY, INC. )  
ID: 0687706 - 2  
DCN: 08-01-17-0150

Dear Customer:

This is your receipt for \$25.00, covering the fees for filing the following with this office:

articles of amendment to change the corporate name

The effective date of the certificate of amendment is January 24, 2008.

If you have any questions, please call (804) 371-9733 or toll-free in Virginia, 1-866-722-2551.

Sincerely,

Joel H. Peck  
Clerk of the Commission

AMENACPT  
CIS0436

COMMONWEALTH OF VIRGINIA  
STATE CORPORATION COMMISSION

AT RICHMOND, JANUARY 24, 2008

The State Corporation Commission has found the accompanying articles submitted on behalf of

CITIZENS FOR THE REPUBLIC, INC. (formerly AMERICANS FOR A  
BETTER COUNTRY, INC. )

to comply with the requirements of law, and confirms payment of all required fees. Therefore, it  
is ORDERED that this

CERTIFICATE OF AMENDMENT

be issued and admitted to record with the articles of amendment in the Office of the Clerk of the  
Commission, effective January 24, 2008.

The corporation is granted the authority conferred on it by law in accordance with the articles,  
subject to the conditions and restrictions imposed by law.

STATE CORPORATION COMMISSION

By

A handwritten signature in black ink, reading "Mark L. Christie". The signature is written in a cursive, flowing style.

Commissioner



ARTICLES OF AMENDMENT  
to the  
ARTICLES OF INCORPORATION  
of  
AMERICANS FOR A BETTER COUNTRY, INC.

In accordance with the provisions of Article 11 of Chapter 9 of Title 13.1 of the Code of Virginia, the undersigned hereby amends its Articles of Incorporation and to that end sets forth the following:

1. The name of the corporation is: AMERICANS FOR A BETTER COUNTRY, INC.
2. Article FIRST of the Articles of Incorporation of the Corporation is hereby amended to read as follows:

**FIRST:     The name of the Corporation is  
             CITIZENS FOR THE REPUBLIC, INC.**

3. The foregoing amendment was adopted by the corporation on January 14, 2008.
4. The adoption of the amendment(s) was duly approved by the sole incorporator. Member and director approval of the amendment was not required because the corporation has not yet completed its organization and there are no members or directors.

Executed in the name of the corporation by:

  
CHRISTOPHER T. CRAIG

0687706

January 14, 2008

INCORPORATOR

703-848-4700

BY-LAWS  
OF  
CITIZENS FOR THE REPUBLIC, INC.

ARTICLE I

Offices

Section 1. Registered Office. The Corporation shall have and continuously maintain in the Commonwealth of Virginia a registered office, with a registered agent whose business office is identical with such registered office, as required by the Nonstock Corporation Act of the Commonwealth of Virginia. The registered agent and the address of the registered office may be changed from time to time by the Board of Directors.

Section 2. Principal and Other Offices. The Corporation shall have a principal business office, and may also have such other offices, at such place or places within or without the Commonwealth of Virginia as the Board of Directors may, from time to time, designate and as the business of the Corporation may require.

ARTICLE II

Purpose

Section 1. Nature of Corporation. The Corporation is a nonprofit corporation formed under the Nonstock Corporation Act of the Commonwealth of Virginia, which is organized and shall be exclusively operated for educational and social welfare purposes in accordance with the provisions of Section 501(c)(4) of the

Internal Revenue Code and the Regulations promulgated and applicable rulings issued thereunder.

Section 2. Primary Purpose. The Corporation is organized and shall be exclusively operated in accordance with its Articles of Incorporation, and amendments thereto permitted by law, filed with the State Corporation Commission of the Commonwealth of Virginia.

### ARTICLE III

#### Members

The Corporation shall have no Members.

### ARTICLE IV

#### Board of Directors

Section 1. General Powers. The Board of Directors shall have the exclusive power to manage and control the affairs and property of the Corporation, and shall have full power, by majority vote, to adopt rules and regulations governing the action of the Board.

Section 2. Standard of Conduct. Each Director, in his capacity as such and including any duties as a member of any committee of the Corporation as provided in Article VI, shall discharge his duties in accordance with his good faith judgment of the best interest of the Corporation. Generally, a Director shall be entitled to rely on information, opinions, reports or statements, including but not limited to financial statements and other financial data, prepared or presented by any officer, employee, committee or outside advisor which the Director, in good faith, believes to be reliable and competent in the matters

being addressed, unless he has knowledge or information concerning the matter in question that makes such reliance unwarranted.

Section 3. Number, Qualifications, Election, and Tenure of Directors. The number of Directors constituting the Board of Directors of the Corporation shall be three (3). Directors need not be residents of the Commonwealth of Virginia.

The initial Board of Directors shall be composed of those individuals elected or appointed by the Incorporator of the Corporation. Each initial Director shall hold office from the date of his election or appointment by the Incorporator until the first annual meeting of the Board of Directors or until his successor is elected and qualified. At each annual meeting of the Board of Directors, the Directors shall be elected to the Board of Directors for a one (1) year term of office and until their respective successors are elected and qualified. Each successor Director shall hold office for a term of one (1) year. Election to the Board of Directors shall be by majority vote of the then members of the Board of Directors.

Section 4. Vacancies. Any vacancy occurring in the Board of Directors that shall occur prior to the expiration of a term shall be filled by such persons as shall be elected thereto by majority vote of the remaining members of the Board of Directors. A Director so elected to fill a vacancy shall hold office for the unexpired term of his predecessor in office.

Section 5. Removal. Any Director may be removed, with or without cause, by the Board of Directors upon an affirmative vote of two-thirds of the remaining members of the Board of

Directors whenever, in its judgment, the best interests of the Corporation would be served thereby.

Section 6. Annual Meetings. An annual meeting of the Board of Directors shall be held each year at such time and place, either within or without the Commonwealth of Virginia, as shall be designated by the President of the Corporation or by resolution of the Board of Directors.

Section 7. Special Meetings. Special meetings of the Board of Directors may be called by or at the request of the President of the Corporation or any two (2) of the Directors. The person or persons authorized to call special meetings of the Board of Directors may fix any place, either within or without the Commonwealth of Virginia, as the place for holding any special meeting of the Board called by them.

Section 8. Notice. Notice of any meeting of the Board of Directors shall be given at least seven (7) days previous thereto, either verbally in person or by telephone, or by written notice delivered personally, sent by mail or by facsimile transmission to each Director at his or her address as shown in the records of the Corporation. If verbal notice, such notice shall be deemed effective when communicated if the communication is in a reasonable and comprehensible manner. If written notice, such notice shall be deemed effective either when delivered or transmitted by facsimile to the recipient or when deposited in the United States mail in a sealed envelope so addressed. Any Director may waive notice of any meeting. The attendance of or participation by a Director at any meeting shall constitute a

waiver of notice of such meeting, except where a Director at the beginning of the meeting or promptly upon his arrival expresses his objection to holding the meeting or transacting business at the meeting and he does not thereafter vote for or assent to any action taken at the meeting. The business to be transacted at, and the purpose of, any meeting of the Board of Directors need not be specified in the notice or waiver of notice of such meeting.

Section 9. Quorum. A majority of the total number of members of the Board of Directors shall constitute a quorum for the transaction of business at any meeting of the Board; but, if less than a quorum of Directors is present at said meeting, a majority of the Directors present may adjourn the meeting from time to time without further notice.

Section 10. Manner of Acting. Each member of the Board of Directors shall be entitled to vote. The Board of Directors shall act only by a majority vote at a meeting at which a quorum is present, unless the act of a greater number is required by law or by these By-laws; and, the Directors present at a duly organized meeting may continue to do business until adjournment, notwithstanding the withdrawal of enough Directors to leave less than a quorum. Members of the Board of Directors may participate in a meeting of such Board by means of a conference telephone or similar communications equipment whereby all persons participating by such means shall be able to hear all other participants and such participation by such means shall

constitute presence in person at such a meeting. A written record shall be made of the action taken at each meeting.

Section 11. Compensation. Directors as such shall not receive any stated salaries for their services, but by resolution of the Board of Directors an honorarium and expenses may be allowed for attendance at each annual or special meeting of the Board; but nothing herein contained shall be construed to preclude any Director from serving the Corporation in any other capacity and receiving compensation therefor.

Section 12. Informal Action by Directors. Any action required, which may be taken at a meeting of Directors, may be taken without a meeting if a consent in writing setting forth the action so taken shall be signed by all of the Directors.

Section 13. Resignation of Directors. A Director may resign from the Board of Directors at any time by giving written notice of his resignation addressed to the President or Secretary of the Corporation, or by presenting his written resignation at an annual or special meeting of the Board of Directors.

## ARTICLE V

### Officers

Section 1. Officers. The officers of the Corporation shall be a President, a Secretary and a Treasurer and such other offices as may be elected in accordance with the provisions of this Article. The Board of Directors may elect or appoint such other officers, including a Chairman, one or more Vice Presidents, one or more Assistant Secretaries, and one or more Assistant Treasurers, as it shall deem desirable, such officers

to have the authority and perform the duties prescribed, from time to time, by the Board of Directors. Any two or more offices may be held by the same person, except the offices of President and Secretary.

Section 2. Election and Term of Office. The officers of the Corporation shall be elected by the Board of Directors at the organization meeting of the Corporation and, thereafter, at each annual meeting of the Board. If the election of officers shall not be held at such meeting, such election shall be held as soon thereafter as conveniently may be. New offices may be created and filled at any meeting of the Board of Directors. Each officer shall hold office for a term of one (1) year and until his or her successor shall have been duly elected and qualified.

Section 3. Removal. Any officer elected or appointed by the Board of Directors may be removed by the Board upon an affirmative vote of a majority of the entire Board of Directors whenever, in its judgment, the best interests of the Corporation would be served thereby.

Section 4. Vacancies. A vacancy in any office because of death, resignation, removal, disqualification or otherwise, shall be filled by such person as shall be elected thereto by majority vote of the Board of Directors. An officer so elected to fill a vacancy shall hold office for the unexpired portion of the term of his predecessor in office.

Section 5. President. The President shall be the chief executive officer of the Corporation and shall, in general



supervise and conduct the daily affairs of the Corporation. In the absence of a Chairman, the President shall preside at all meetings of the Board of Directors as Chairman of the Board of Directors. The President may sign, with the Secretary or any other proper officer of the Corporation authorized by the Board of Directors, any deed, mortgages, bonds, contracts, or other instruments which the Board of Directors has authorized to be executed, except in the cases where the signing and execution thereof shall be expressly delegated by the Board of Directors or by these By-laws or by statute to some other officer or agent of the Corporation; and, in general, he or she shall perform all duties incident to the office of President and such other duties as may be prescribed by the Board of Directors from time to time.

Section 6. Vice President. Each Vice President shall have such responsibility and authority, and shall perform such duties, as shall be determined by the Board of Directors or may be assigned by the President. The Vice President, in the absence or unavailability of the President, shall act as President. In the event there shall be more than one Vice President, the Vice President designated by the Board of Directors as senior in authority and right of succession shall act as President.

Section 7. Treasurer. The Treasurer shall have charge and custody of and be responsible for all funds and securities of the Corporation; receive and give receipts for monies due and payable to the Corporation from any source whatsoever, and deposit all such monies in the name of the Corporation in such banks, trust companies or other depositories as shall be selected

in accordance with the provisions of Article VII of these By-laws; and, in general, perform all the duties as from time to time may be assigned to him or her by the President or by the Board of Directors. The Treasurer shall, if required by the Board of Directors, give a bond for the faithful discharge of his or her duties in such sum and with such surety or sureties as the Board of Directors may determine.

Section 8. Secretary. The Secretary shall keep the minutes of the meetings of the Board of Directors in one or more books provided for that purpose; see that all notices are duly given in accordance with the provisions of these By-laws or as required by law; be custodian of the corporate records and of the seal of the Corporation and see that the seal of the Corporation is affixed to all documents, the execution of which on behalf of the Corporation under this seal is duly authorized in accordance with the provisions of these By-laws; keep a register of the post office address of each Director which shall be furnished to the Secretary by such Director; and, in general, perform all duties incident to the office of Secretary and such other duties as from time to time may be assigned to him or her by the President or by the Board of Directors.

Section 9. Assistant Secretaries and Assistant Treasurers. The Assistant Treasurers and Assistant Secretaries, in general, shall perform such duties as shall be assigned to them by the President, the Treasurer, the Secretary or by the Board of Directors. If required by the Board of Directors, the Assistant Treasurers shall give bonds for the faithful discharge

of their duties in such sums and with such sureties as the Board of Directors may determine.

## ARTICLE VI

### Committees

Section 1. Executive Committee of Directors. The Board of Directors, by resolution adopted by a majority of the Directors in office, may designate and appoint an Executive Committee, which shall consist of two or more Directors, one of whom shall be the President of the Corporation, which committee shall have and exercise the authority of the Board of Directors in the management of the Corporation during the intervals between meetings; provided, however, that such committee shall not have the authority of the Board of Directors in reference to amending, altering or repealing the By-laws; electing, appointing or removing any Director of the Corporation; amending the Articles of Incorporation; adopting a plan of merger or adopting a plan of consolidation with another corporation; authorizing the sale, lease, exchange or mortgage of all or substantially all of the property and assets of the Corporation; authorizing the voluntary dissolution of the Corporation or revoking proceedings therefor; or amending, altering or repealing any resolution of the Board of Directors which by its term provides that it shall not be amended, altered or repealed by such committee. The designation and appointment of any such committee and the delegation thereto of authority shall not operate to relieve the Board of Directors, or any individual Director, of any responsibility imposed upon it or him or her by law.

Section 2. Advisory and Other Committees. The Board of Directors may also appoint such other committees, including an Advisory Committee, as the Board may determine, which shall have such powers and duties as shall from time to time be prescribed by the Board. The President shall be a member ex-officio of each Committee appointed by the Board of Directors.

Section 3. Term of Office. Each member of a committee shall continue as a member thereof until the next annual meeting of the Directors of the Corporation and until his or her successor is appointed, unless the committee shall be sooner terminated, or unless such member be removed from such committee, or unless such member shall cease to qualify as a member thereof.

Section 4. Chairman of Committees. One member of each committee shall be appointed Chairman thereof; provided, however, that the President of the Corporation shall be the Chairman of the Executive Committee.

Section 5. Vacancies. Vacancies in the membership of any committee may be filled by appointments made in the same manner as provided in the case of the original appointments.

Section 6. Quorum. Unless otherwise provided in the resolution of the Board of Directors designating a committee, a majority of the whole committee shall constitute a quorum and the act of a majority of the members present at a meeting at which a quorum is present shall be the act of the committee.

Section 7. Rules. Each committee may adopt rules for its own government not inconsistent with these By-laws or with rules adopted by the Board of Directors.

## ARTICLE VII

### Contracts, Checks, Deposits and Funds

Section 1. Contracts. The Board of Directors may authorize any officer or officers, agent or agents of the Corporation, in addition to the officers so authorized by these By-laws, to enter into a contract or execute and deliver any instrument in the name of and on behalf of the Corporation, and such authority may be general or confined to specific instances.

Section 2. Checks, Drafts, etc. All checks, drafts or orders for the payment of money, notes or other evidences of indebtedness issued in the name of the Corporation shall be signed by such officer or officers, agent or agents of the Corporation and in such manner as shall from time to time be determined by resolution of the Board of Directors.

Section 3. Deposits. All funds of the Corporation shall be deposited from time to time to the credit of the Corporation in such banks, trust companies or other depositories as the Board of Directors may select.

Section 4. Gifts and Contributions. The Board of Directors may accept on behalf of the Corporation any contribution, gift, bequest or devise for the general purpose or for any special purpose of the Corporation. Such contributions, gifts, bequests or devises shall be in conformity with the laws of the United States, the Commonwealth of Virginia, or any other relevant jurisdiction.

## ARTICLE VIII

### Books and Records

The Corporation shall keep correct and complete books and records of account and shall also keep minutes of the proceedings of its Board of Directors and committees having any of the authority of the Board of Directors.

## ARTICLE IX

### Fiscal Year

The fiscal year of the Corporation shall begin on the first day of January and end on the last day of December.

## ARTICLE X

### Seal

The Board of Directors shall provide a corporate seal, which shall be in the form of a circle and shall have inscribed thereon the words: "CITIZENS FOR THE REPUBLIC, INC., 2007, Virginia, Corporate Seal."

## ARTICLE XI

### Waiver of Notice

Whenever any notice is required to be given under the provisions of the Nonstock Corporation Act of the Commonwealth of Virginia or under the provisions of the Articles of Incorporation or the By-laws of the Corporation, a waiver thereof in writing signed by the person or persons entitled to such notice, whether before or after the time stated therein, shall be deemed equivalent to the giving of such notice.

## ARTICLE XII

### Indemnification

The Corporation shall indemnify and hold harmless each of its officers and directors, who act or have acted in good faith and in a manner he or she reasonably believed to be in, or not opposed to, the best interest of the Corporation, against expenses, including attorneys' fees, judgments, fines, and amounts paid in settlement, reasonably incurred by him or her in connection with any threatened, pending, or completed civil, criminal, administrative, or investigative action, suit, or proceeding, when an officer or director was or is a party, or is threatened to be a made a party, by reason of having been an officer or director of the Corporation. In criminal actions, the Corporation may indemnify an officer or director if he or she acted in accordance with the above standard and such person had no reasonable cause to believe his or her conduct was unlawful. The Corporation shall indemnify any officer or director against expenses if he or she has been successful in the defense of any action, suit, or proceeding. Any termination of an action by a judgment shall not, of itself, create a presumption of no good faith by the officer or director. Indemnity is prohibited if the officer or director is found to be liable to the Corporation or adjudged to have received personal benefit from the transaction.

The indemnity provided in this Article XII shall be limited only to the extent required by Virginia law; and, any officer or director, who shall request indemnity, shall be entitled to have such request considered by the Board of Directors of the

Corporation. This Article XII shall in no way limit the power of the Corporation to purchase insurance for its officers and directors; and, shall not limit the extent of any insurance coverage which the Corporation may purchase to protect its officers and directors from liability.

#### ARTICLE XIII

##### Dissolution

The Corporation may dissolve and wind up its affairs in accordance with the procedures set forth in the Nonstock Corporation Act of the Commonwealth of Virginia. Upon dissolution of the Corporation and the winding up of its affairs, the assets of the Corporation shall be distributed exclusively as provided in the Articles of Incorporation of the Corporation.

#### ARTICLE IX

##### Amendments to By-laws

These By-laws may be altered, amended or repealed and new By-laws may be adopted by the affirmative vote of a majority of the Board of Directors present at any annual meeting or at any special meeting.



**CITIZENS FOR THE REPUBLIC, INC.**

**Unanimous Written Consent of  
the Board of Directors in Lieu of a Meeting**

Pursuant to the Virginia Nonstock Corporation Act, we, the undersigned, being all the members of the Board of Directors of CITIZENS FOR THE REPUBLIC, INC., a corporation organized and existing under the Virginia Nonstock Corporation Act ("Corporation"), do hereby waive all notice of the time, place and purposes of a meeting of the Board of Directors of the Corporation and unanimously adopt the following resolution and consent to the actions described therein:

**Document Retention Policy**

BE IT RESOLVED, that, for the purpose of establishing criteria for the retention and storage of both paper and electronic documents, the Document Retention Policy of this Corporation be, and it hereby is, as follows:

(1) it is the policy and intent of this Corporation that documents be retained and stored consistent with the law;

(2) no director, officer, agent or employee shall intentionally destroy, alter or secret a document if it would be reasonable to conclude that such document evidences fraud or malfeasance or at a time when it is reasonably foreseeable that such document would be relevant in any civil or criminal investigation or litigation;

(3) subject to the caveat in the foregoing paragraph, it is the policy of this Corporation that, generally, documents shall be retained for the relevant periods of time set forth in the schedule prepared by this Corporation's

auditors, a copy of which schedule shall be incorporated into this resolution;

(4) at such time as documents are no longer required to be retained, those documents should be purged to facilitate the efficient maintenance of file space and electronic storage capacity and to control overhead costs associated with document storage;

(5) at the end of each fiscal year, each officer, agent and employee is responsible for reviewing documents under his or her control and for making judgments, consistent with this Document Retention Policy, about materials which are no longer required by law to be maintained; and

(6) the President of this Corporation is responsible for purging computer back-up material that are no longer required by law to be retained.

#### **Code of Conduct Policy**

BE IT FURTHER RESOLVED that, the Code of Conduct Policy of the Corporation be, and it hereby is, as follows:

The Corporation requires its directors, officers, employees and agents to observe high standards of business and personal ethics in the conduct of their duties and responsibilities. The employees, agents and representatives of the Corporation must practice honesty and integrity in fulfilling their responsibilities and comply with all applicable laws and regulations.

#### **Reporting Responsibility**

It is the responsibility of all directors, officers, agents and employees to report suspected malfeasance or fraud and violations or suspected violations of the Corporation's Code of Conduct in accordance with this Whistle Blower Policy.

### **No Retaliation**

No director, officer, agent or employee who in good faith reports a violation of the Code or of suspected malfeasance or fraud shall suffer harassment, retaliation, or adverse employment consequences. An officer, agent or employee who retaliates against someone who has reported a violation in good faith is subject to discipline up to and including termination of employment, or other similar sanction. This Whistle Blower Policy is intended to encourage and enable officers, agents and employees, and others, to raise serious concerns within the Organization prior to seeking resolution outside the Organization.

### **Reporting Violations**

Officers, agents and employees are encouraged to share their questions, concerns, suggestions, or complaints with someone who can address them properly. In most cases, an officer, agent or employee's supervisor, or a Corporation Director, is in the best position to address an area of concern. However, if an officer, agent or employee is not comfortable speaking with his supervisor or is not satisfied with his supervisor's response, they are encouraged to speak with someone in management whom they are comfortable in approaching. If not comfortable in approaching management about suspected violations of the Code of Conduct, or if their concern involves suspected malfeasance or fraud, individuals should contact the Corporation's General Counsel.

### **Corporation=s General Counsel**

The Corporation=s General Counsel is responsible for investigating and resolving all reported complaints and allegations concerning violations of the Code, malfeasance and fraud. The Corporation=s General Counsel has direct access to the Corporation=s Board of Directors and the Chairman of the Board's Audit Committee, and is required to report to the Audit Committee at least annually on compliance

activity.

#### **Accounting and Auditing Matters**

The Audit Committee of the Board of Directors addresses all reported concerns or complaints regarding corporate accounting practices, internal controls, or auditing. The Corporation's General Counsel notifies the Audit Committee of any such complaint and works with the Committee until the matter is resolved.

#### **Acting in Good Faith**

Anyone filing a complaint concerning suspected malfeasance or fraud or a violation or suspected violation of the Corporation's Code of Conduct must act in good faith and have reasonable grounds for believing the truth and accuracy of the information disclosed. Any allegations that prove not to be substantiated and which prove to have been made maliciously or knowingly to be false will be viewed as a serious disciplinary offense.

#### **Confidentiality**

Violations or suspected violations may be submitted on a confidential basis by the complainant or may be submitted anonymously. The identity of those who report violations or suspected violations will be kept confidential to the extent possible, consistent with the need to conduct an adequate investigation.

#### **Handling of Reported Violations**

The Corporation's General Counsel will notify the sender and acknowledge receipt of the reported violation or suspected violation within five business days. All reports will be promptly investigated and appropriate corrective action will be taken if warranted by the investigation.

#### **Contacting Corporate General Counsel**

The Corporation's General Counsel is Sparks & Craig, LLP, 6862 Elm Street, Suite 360, McLean, Virginia, 22101. Telephone: (703)

### **Audit Policy**

BE IT FURTHER RESOLVED, that an Audit Committee be, and it hereby is, established and assigned the following responsibilities, commencing with the financial statements of Corporation for its fiscal year ending on December 31, 2008:

- X    Review the adequacy of this Corporation's internal control structures;
- X    Ensure that clear and effective policies and procedures are established in the areas of document retention;
- X    Review the activities, organizational structure, and qualifications of the audit function and personnel associated with the audit;
- X    Review the independent auditor's fee arrangement;
- X    Recommend to the Board of Directors the appointment (or re-appointment) of the independent auditor;
- X    Review the scope and approach of the audit proposed by the independent auditor;
- X    Conduct a post-audit review of the financial statements and audit findings, including any significant suggestions for improvements provided to management in the management comments letter, the impact of audit adjustments, reportable conditions, and weaknesses in internal controls, if any;
- X    Ensure that management has given written assurance and certification of the accuracy of the financial statements in the management representation letter;
- X    Review the performance of the independent auditor and meet with the auditor during the annual audit function;

- X    Ensure rotation of the "lead" or "coordinating" audit partner in the auditing firm every three to five years and ensure that the audit is subject to a second or "concurring" partner review to enhance the independence, quality control, and value-added aspects of the audit;
- X    Monitor compliance with this Corporation's conflict of interest policies;
- X    Review any legal matter that could have a significant effect on the organization's financial statements;
- X    Review the findings of any examinations by regulatory agencies;
- X    Ensure that the Annual Form 990 is filed and that public disclosure copies are available;
- X    Review and approve all consulting (non-audit) services and related fees to be provided by the external auditor, and consider the impact of such services on the independence of the auditor; and
- X    Perform other oversight functions requested by the Board of Directors.

#### **Conflict of Interest Policy**

BE IT FURTHER RESOLVED that:

WHEREAS, the Board of Directors of this Corporation places great importance on ensuring the confidence and trust of its financial supporters, its other constituencies, and the public at large; and

WHEREAS, to sustain and enhance such confidence and trust, the Board of Directors of this Corporation believes that all actions taken by Board members, this Corporation's officers, agents and management should be free from even the appearance of impropriety and free from any conflict of interest; and

WHEREAS, the Board of Directors of this Corporation considers and deems it to be in the interest of this Corporation to adopt a policy relating to the authorization, approval or

ratification of contracts and transactions in which a member of the Board of Directors, or an officer, agent or a member of management of this Corporation has a financial or conflicting interest,

NOW, THEREFORE, BE IT RESOLVED, that the standing policy of this Corporation be, and it hereby is, as follows:

No member of the Board of Directors of this Corporation and no officer and no member of management of this Corporation shall vote for, authorize, approve, execute or ratify on behalf of this Corporation: (1) any contract or transaction between this Corporation and such Director or officer, or member of management, or (2) any contract or transaction between this Corporation and any other person, corporation, partnership, association or other organization in which such Director or officer or member of management, is an officer, director, partner, member or trustee, or has a financial interest or has a material conflicting interest.

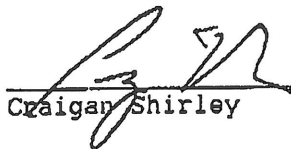
Each member of the Board of Directors and each officer and member of management of this Corporation shall disclose to the President of this Corporation the material facts as to any relationship or interest he or she may have in, and any direct or indirect financial benefit he or she might derive from, any contemplated contract or transaction with this Corporation.

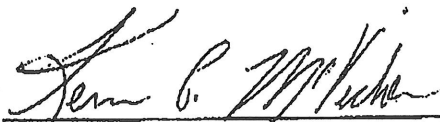
If any such contemplated contract or transaction does not involve the President of this Corporation and is reasonably expected not to involve the expenditure by this Corporation of more than One Thousand Dollars (\$1,000.00) in the aggregate over the next succeeding twelve (12) calendar months, or if any such contemplated contract or transaction combined with any previous contracts or transactions involving the same Director or officer or employee shall not involve the expenditure by this Corporation of more than One Thousand Dollars in the aggregate over any twelve consecutive calendar months, then the President of this Corporation may approve of such transaction and/or execute such contract on behalf of this Corporation if the President of this Corporation determines in good faith to his or her satisfaction that the contract or transaction would be in the

best interest of this Corporation and would otherwise have been authorized or entered into in the ordinary course of this Corporation=s business. At each meeting of the Board of Directors, the President of this Corporation shall advise the Board about each such contract or transaction, if any, which was approved and/or executed by him or her since the previous meeting of the Board of Directors.

If any such contemplated contract or transaction involves the President of this Corporation, or is one which the President of this Corporation cannot approve under the preceding paragraph, then all such material facts shall be disclosed to the Board of Directors and the Director or officer or employee having the relationship or interest in (or as to) any such contemplated contract or transaction shall not be present at, or participate in, the deliberations of or the vote by the Board of Directors of this Corporation relating to such contract or transaction. Such contract or transaction may be authorized, approved or ratified by the affirmative votes of a majority of the disinterested Directors, even though the disinterested Directors be less than a quorum, if such disinterested Directors determine in good faith to their satisfaction that the contract or transaction would be in the best interest of this Corporation and would otherwise have been authorized or entered into in the ordinary course of this Corporation=s business.

The foregoing recorded action was taken by all the members of the Board of Directors of the Corporation on, and such action shall be effective, January 31, 2008.

  
Craig Shirley

  
Kevin McVicker

  
Kevin Kubanuk





**Sparks &  
Craig LLP**  
ATTORNEYS AT LAW

**ROBERT R. SPARKS, JR.  
CHRISTOPHER T. CRAIG**

6862 ELM STREET, SUITE 360  
MCLEAN, VIRGINIA 22101  
TEL: (703) 848-4700 • FAX: (703) 893-7371  
EMAIL ADDRESS: ctcraig@sparksraig.com

March 6, 2009

Certified Mail -  
Return Receipt Requested

Internal Revenue Service  
Post Office Box 192  
Covington, Kentucky 41012-0192

Re: Citizens for the Republic,  
Inc.; Form 1024 Application  
for Recognition of  
Exemption Under Section 501(a)

Dear Sir or Madam:

Enclosed herewith are the following documents of Our  
Generation, Inc. (EIN: 32-0234718):

1. Its User Fee for Exempt Organization  
Determination Letter Request (Form 8718), together  
with a check, drawn to the order of "United States  
Treasury" in the amount of \$750.00, in payment of  
the fee for an initial request for an exempt  
organization determination letter by a new  
organization which anticipates annual gross  
receipts averaging more than \$10,000 during its  
first four years;

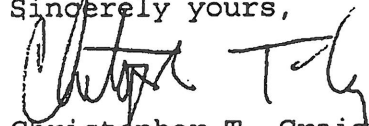
2. Its executed Power of Attorney and  
Declaration of Representative (Form 2848),  
authorizing the undersigned to represent  
Partnership for Hope and Discovery, Inc. in this  
matter; and

3. Its executed Application for Recognition  
of Exemption (Form 1024), together with  
Attachments numbered 1 through 3, requesting a  
determination that Citizens for the Republic, Inc.  
is an organization described in Section 501(c)(4)  
of the Internal Revenue Code.

In the event you require additional documentation or information in processing the enclosed Application, we would be pleased to be of assistance to you. A conference is requested in the event you believe it might serve a constructive purpose prior to approving the issuance of the requested determination.

Please acknowledge your receipt of this letter and the stated enclosures by stamping the enclosed copy of this letter and returning it to us in the enclosed pre-addressed envelope.

Sincerely yours,

A handwritten signature in dark ink, appearing to read "Christopher T. Craig", written over the typed name.

Christopher T. Craig  
IRS Representative No.  
2605-80073R

Enclosures

cc: Citizens for the Republic, Inc.  
(Without enclosures)